



## DOCTOR OF BUSINESS (DBA)

### The role and influence of the secretary in relation to governing bodies in Higher Education

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**THE ROLE AND INFLUENCE OF THE SECRETARY IN RELATION  
TO GOVERNING BODIES IN HIGHER EDUCATION**

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A thesis submitted for the degree of Doctor of Business Administration

University of Bath

School of Management

June 2007

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## SUMMARY

The role and influence of the secretary of the governing body **have** been overlooked in contemporary research on UK higher education governance. Despite occasional investigations of the contribution of the secretary to governance structures, little is known about the working relationships of the secretary with other key players in higher education governance and the way in which they impact upon the effectiveness of the governing body.

This study considered, through the lens of the secretary, but with contributions from chairs and heads of institutions, whether the part played by the governing body secretary in the 'doing' of governing had been underestimated, and how this role was undertaken. A multi-method research strategy was adopted, in which a conceptual **understanding** of the place of the secretary within the governance system and a micro-process analysis of the secretary's role were developed, to inform the way in which quantitative (survey) and qualitative (interview) data could be gathered from across the UK higher education sector.

The research identified evidence of a triadic network (Simmel, 1950; Krackhardt, 1999) in which distinctive areas of influence had been adopted by the three key players in the governance system. There were, however, differences in the perceptions of influence between the secretary and the head of institution in some areas of governance practice, highlighting tensions that could ultimately affect governance performance. The research also identified an apparent cluster grouping of the survey population that suggested that the use of conventional typologies (eg pre- or post-'92 universities) to describe an institution's approach to governance needs to be reconsidered. Finally, a number of recommendations for governance practice, and areas for further research, emerged from the study, in support of the conclusion that there should be a greater recognition of this critical role in the effective governance of the UK higher education sector.

## LIST OF ABBREVIATIONS

AGB	Association of Governing Boards of Universities and Colleges
AHUA	Association of Heads of University Administration
AUA	Association of University Administrators
CEO	Chief Executive Officer
CG	Corporate Governance
CUC	Committee for University Chairmen
DENI	Department for Education, Northern Ireland
FRC	Financial Reporting Council
GB	Governing Body
HEC	Higher Education College
HEFCE	Higher Education Funding Council for England
HEFCW	Higher Education Funding Council for Wales
HEI	Higher Education Institution
Hol	Head of Institution
ICGGPS	Independent Commission on Good Governance in Public Services
LFHE	Leadership Foundation for Higher Education
NED	Non-Executive Director
NCVO	National Council for Voluntary Organisations
NYU	New York University
OECD	Organisation for Economic Cooperation and Development
OPM	Office for Public Management Ltd
SCOP	Standing Conference of Principals
SFC	Scottish Funding Council
SHEFC	Scottish Higher Education Funding Council
SMT	Senior Management Team
SPSS	Statistical Package for the Social Sciences
UMIST	University of Manchester Institute of Science & Technology
UTJO	University Title Just Obtained
UUK	Universities UK
VC	Vice Chancellor

## CHAPTER 1

### INTRODUCTION AND AIMS OF THE STUDY

#### 1.1 Looking at higher education governance through the lens of the secretary

Since the emergence of modern approaches to corporate governance<sup>1</sup> in the early 1990s, considerable attention has been placed on the accountability and effectiveness of higher education governance systems. The 'ripple effect' of large scale governance scandals such as those seen at Barings Bank, Enron and the retail group, Royal Ahold (for a review of which, see Mallin, 2004) and similar problems in the further and higher education sector (described in Shattock, 2006) have led to a wealth of guidance and, more recently, a code of governance practice (CUC, 1995; 1998; 2001; and 2004). The duties and responsibilities of the secretary of the governing body<sup>2</sup> feature in the CUC guidance, and in related work by the Higher Education Funding Council for Wales (HEFCW, 1997). In both, the secretary is regarded as having a key position in the operation and conduct of the governing body.

The secretary coordinates the activities of the governing body and operates the various processes and procedures that lead to the effective management of governing body business. These involve, *inter alia*, the selection of new governors, their induction, the organisation of governing body and related committee meetings, the production of minutes and arrangements for follow-up action and communication and liaison between the governing body and the rest of the institution. But the role has many other facets. The secretary may be responsible for the provision of legal and procedural advice, a contributor of information required by the governing body, a counsel to the head of institution<sup>3</sup>, chair, and others on the issues being addressed by

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<sup>1</sup> Corporate governance is a term applied to governance systems across the private and public sectors. For clarity, elsewhere in this study, a distinction is made between company, non-profit and higher education governance systems. 'Modern approaches' refers to developments in corporate and other governance arrangements since the Cadbury Report (1992).

<sup>2</sup> An early problem in any work on higher education governance is to consider precisely what is meant by commonly used terms and classifications in the literature. There are a number of instances of local terminology from which different audiences, even within the UK, may take different meanings. The CUC has adopted the phrase 'governing body' to describe the supreme decision-making body within the higher education institution that is variously known as the Council, Board or Court of Governors in different parts of the sector.

<sup>3</sup> The term 'head of institution' is used in place of the wide variety of titles, for example, Vice-Chancellor, Principal or Rector, for the chief executive/chief academic officer role, and 'chair' is used to describe the Chairman/Chairwoman of the Governing Body. These terms have been used for consistency with those adopted by the CUC and other recent studies.

the institution and the governing body and, on occasion, an independent voice that can keep the governing body from going astray. The role must often balance the managerial imperative with the transparency and accountability required of institutions in the higher education sector (see, for example, HEFCE, 2006; SFC, 2007; Wotjas, 2007). Shattock (op cit, p.25) concluded that the secretary was now, *'At the heart of the governance process in a way that would not have been conceivable prior to the events in the mid 1990s'* .

At a recent OECD conference van der Wende (2006) considered the way in which higher education institutions were being required to address new measures of accountability in exchange for public resources; maintain high standards of governance to safeguard the values and integrity of universities in the light of increased political intervention; and address the driving force of corporate and related public sector governance developments. It was clear from these proceedings that governance is a 'live' issue, in the UK and other higher education systems. It was suggested by van der Wende, however, that improving the effectiveness of higher education governance would require a greater understanding of the behaviour of governing bodies, the power balance between governors and management and issues of trust in the management of governance<sup>4</sup> relationships. But whilst the last major update of the Combined Code on Corporate Governance (Higgs, 2003) at least prompted a debate on working relationships within and around company boards (see, for example, McNulty, Roberts and Stiles, 2003), this topic has not been investigated to any great degree in the UK higher education sector. In particular, the role and influence of the secretary has been largely overlooked. In the last major empirical review of UK higher education governance to consider the way in which governing bodies operate, conducted over a decade ago (Bargh, Scott and Smith, 1996), the contribution of the secretary to the work of the governing body, the potential for the secretary to have to address conflicts of interest in undertaking the role and their influence in managing the relationship between the board and the executive were all noted, but not taken any further.

As a chartered secretary working in the field of higher education governance since the mid-1980s, it was apparent that the changes in the sector's approach to governance, noted by van der Wende, had been profound. More recently, the case has been made that the secretary's role had moved from a passive stewardship model of a behind-the-scenes co-ordinator of governance activities, to the more proactive stance of a

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<sup>4</sup> In this case, 'management' is taken to mean the operation of the institution and 'governance' the strategic oversight of the institution and the application of its resources.

manager of what Shattock (2006) called the 'governance business' of the higher education institution. As evidence of this shift, Shattock noted (ibid, p.23) that the CUC Guide now devoted, *'more space to describing the role of the secretary....than to that of the....head of institution'* and placed the secretary as, *'the second key figure in governance arrangements'* (ibid, p.21), behind the head of institution and somewhat ahead of the chair.

The increased awareness of the role seemed to be a reflection of the codification of the secretary's responsibilities, and, in turn, the growth of those responsibilities because of the greater codification of other aspects of governance, such as the increased emphasis placed on monitoring governing body effectiveness (CUC, 2000; see also, Baird, 2007) or the evaluation and monitoring of institutional performance (CUC, 2006). But role awareness, whilst important, needed to be seen in tandem with the influence displayed by the secretary in the conduct of governance business, to obtain a rounded picture of the contribution made by the secretary to institutional governance. Furthermore, it seemed clear that influential secretaries had been in place long before the advent of modern governance arrangements. This was not a new phenomenon, but had simply not been picked up because of the focus placed on the chair and head of institution in research on higher education governance. In my experience the secretary had been, for the most part, a 'backstage' (Mangham and Overington, 1987; Pye, 2002), but active participant in higher education governance, able to contribute from behind the scenes, and sometimes in governing body meetings, without formally being a member of the governing body, and use formal and informal mechanisms to exert influence in close working relationships with the head of institution and the chair.

The work by Bargh *et al.* (1996) had previously identified some of the contributions made by key individuals, and the governing body itself, in decision-making and the setting of institutional strategy. Their study revealed, however, the difficulties experienced by university staff in understanding the role of senior managers in decision-making processes (p.118) and the problems some governors had in being able to determine how far they were being led by the executive (p.127). In one instance, it was noted that, *'directorate reports to governors were structured with firm recommendations, as opposed to the presentation of a choice between several options and their subsequent implications'* (p.128). Bargh *et al.* concluded that in the institutions they had studied, the control held by the executive over agendas and strategy initiation remained *'substantially intact'* (p.135) and the impact of governors on decision-making could be limited, unless enacted by way of developing close interpersonal relationships with the executive and helping influence their policy

proposals. Given the central position of the secretary in agenda setting, in the management of the work of the governing body, and, often, as a member of the institution's executive, it seemed important to try to shed light on this role to see whether emerging claims about its importance could, or could not, be substantiated. But a cautionary note emerged during the research. In a post-interview discussion with a governing body secretary it was suggested that I should not make too much of the influence of the secretary because of the negative way in which a more 'managed' and 'corporate' approach to modern university governance might be viewed by the wider HE community.

Shattock (2006) has recently considered the development and management of UK higher education governance, together with major aspects of governance practice. His study covered the relationship between higher education governance and the reform of corporate governance since the early 1990s, concluding that there had been a trend to push higher education towards a company model but that this had failed to recognise the unique structure, operating environment and widespread involvement of the academic community in governance and decision-making systems in many higher education institutions. Although guidance on the role of the secretary was provided (ibid, pp.21-25), his review of the way in which the secretary undertook their role and managed their relationship with other key people in the governance system was not supported with empirical data.

Many other studies of UK higher education governance have taken a 'structural' approach, usefully describing the systems of governance in higher education institutions, and putting them in an historical or political context, but not addressing the way in which governance roles are carried out. Relatively few have taken the latter route, a point noted by Shattock (ibid, p.49) when referring to Bennett's (2002) study of higher education governance as, *'The only detailed piece of published research on how governing bodies actually function in handling operational questions'*.

The shortage of research on the way in which higher education governing bodies work, led me to question how this might be addressed in an approach that was meaningful, in an academic sense, and enlightening for governance practitioners. The conclusion was that this study should investigate, through the lens of the governing body secretary, what key members of governing bodies actually do, and how they do it. In conducting the research, it was hoped to contribute to the strengthening of the model of higher education governance described by Hall and Hyams (1998, p.33) who suggested that further attention was needed on, *'Developing the role of the secretary*

*and clerk to the governing body to ensure that procedures are followed and that independent and authoritative constitutional advice is offered to the board – particularly to the chairman and vice chancellor – so that the interface between governors and management is harmonious and effective.'*

The study had three principal aims:

- a) To test the hypothesis that research on higher education governance has, to date, underestimated the importance of the part played by the governing body secretary in the 'doing' of governing;
- b) To identify the nature of the current role of the governing body secretary in the practice of UK higher education governance, and to describe, in particular, the influences that may be exerted by the secretary on the work of the governing body;
- c) To develop a conceptual model and conduct empirical research to address the aims summarised above.

It was intended that a comprehensive empirical review of one aspect of governance across a range of institutions would allow conclusions to be drawn about the contribution of the secretary to governance, and the secretary's influence on governing within the higher education sector. The approach was informed by the conclusions of Pye and Pettigrew (2005, p.S28) in their contribution to the debate on research into boards and their effectiveness. They suggested a focus on, *'the dynamic complement of relationships between individuals and group/organisation/societal levels'* as a method to, *'rest attention on meaning in relationships, shifting with time and context'*, by way of micro-process studies of board trusting, influencing and problem solving. In this case, the micro-process study concerned the governing body secretary.

By adopting this approach it was intended that the complexities seen in governance structures, whilst not being ignored, would take second place to the practice of governing as seen in the management of relationships and organisational culture. These can impact upon the effectiveness of governance systems just as much as structural issues such as the composition of the governing body or the code of practice under which it operates. Leslie (2003), for example, noted the inherent difference between 'governance' and 'governing' in the higher education context. In drawing this distinction he likened the debate to that between evolution and 'intelligent design', concluding that governance and intelligent design suggested a:



*‘Supreme explanatory rationale for how things ought to be, while governing and evolution implied that finding out how things work might (via inference) yield up explanations for why things work the way they do’ (p.4).*

It is recognised that studies of the ‘doing’ of governing (Pye, 2002) are not without their difficulties. Dahl (1961) concluded that the active involvement, and the behaviour, of individuals and groups varied depending on the issue, as well as over time, making power and influence a fluid concept that might differ from situation to situation. Pye and Pettigrew (op cit) picked up this theme and warned of the dangers of process research that can confuse issues of cause and effect and input and output across multiple levels of analysis such as individual and collective behaviours in the board setting. Human interactions therefore pose alternative problems to structural issues in terms of developing general theories or models, but the micro-process approach was expected, at least, to allow some of these issues to be addressed by concentrating on a limited set of functions and relationships as the base from which to build further research on higher education governance.

## **1.2 Exploring the place of the secretary in higher education governance**

The traditional view of the secretary has been that of the institution’s most senior administrator, usually holding the post of Registrar, University Secretary or Clerk to the Governors in a unitary administration. The study by Bargh *et al.* (1996) used a number of observations from the ‘Registrar’ and ‘Clerk’ and, in so doing, distinguished between the model typically seen at that time in pre-92 and post-92<sup>5</sup> governance systems. In most institutions the governing body secretary continues to be a senior administrator. Since the mid-1990s, however, considerable differences have emerged in the operating titles and other duties associated with the position, an issue noted by Whitchurch (2006) in her work on the terminology associated with higher education management and administration. The Registrar, Secretary, University Secretary or Chief Operating Officer, with other variations across the sector, can be the head of a unitary administration or manage a specific set of functions within a flatter administrative structure. In post-92 institutions the secretary’s role is often designated by the additional title of Clerk to the Governors or Council. The type of structure, and background of the institution, can also lead to a more directorate-based nomenclature,

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<sup>5</sup> When describing types of institutions in the sector, the terms ‘pre-92’ and ‘post-92’ are used, respectively, to describe the chartered universities (be they ancient, Scottish or civic) and higher education corporation-based universities. Unlike many other studies of UK sector governance, higher education colleges have also been included. They have been classified, in descriptive terms, as post-92 institutions but are analysed as a separate group later in the study.

where the duties of the secretary can be held by a Director of Administration, or Director of Corporate Affairs, each of whom may (or may not) also be the senior-most administrator. In other cases, the role is associated with a functional Director other than the head of administration, such as a Director of Finance, or by a head of administration holding a 'Vice' or 'Pro' position to the head of institution. In yet others, the person undertaking governance work may not be the head of administration, but could still be a University Secretary (typically where a Registrar is the head of administration), Clerk to the Governors or hold an assistant-level position within the institution.

Shattock (2006, p.22) maintained that a distinction in the role could be drawn from the constitutional structure of the institution. He suggested that pre-92 university secretaries were, in the main, responsible for the whole governance structure, including the academic senate, or its equivalent. In the case of post-92 institutions he concluded that a company secretary approach had been followed, because of the more dominant nature of the governing body in this part of the sector, and that this had led to the secretary not being responsible for academic governance and a separation of the governing body's procedures from academic decision-making. Furthermore, Shattock noted that the managerial responsibilities of secretaries in each type of structure differed, with a greater range in pre-92 institutions and a more restricted role, sometimes involving only governance and legal duties, in post-92 institutions. **But a more complex pattern can be seen** in both the pre- and post-92 parts of the sector, with a trend towards establishing new positions, or at least redefining existing posts, to include a greater emphasis on governance. In some institutions this has led to the creation of an office or unit to handle governance and related legal or compliance-based work.

A review of job advertisements in the period May 2005 to April 2007<sup>6</sup>, identified a series of posts that included the role of secretary to the governing body (Table 1). There was no standard model of appointment, but the rise of governance as a functional area was reflected in new posts and new structural arrangements for the management of governance work. These are recent developments and it is not yet clear whether the allocation of additional resources to the handling of governance is being driven by a greater focus on institutional accountability, external regulation, a need to unburden some senior administrative staff from more routine compliance-based duties or a combination of these factors.

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<sup>6</sup> Job advertisements were identified from *'The Guardian'*, *'The Times Higher Education Supplement'* and the website at [www.jobs.ac.uk](http://www.jobs.ac.uk), and further particulars were obtained from the relevant institutions.

Nevertheless, the more complex, and evolving, nature of this position than had been recognised in earlier studies implied that the way in which it was carried out could differ widely, even within institutions of a particular legal constitution.

**Table 1: A selection of job advertisements for the role of secretary of the governing body: May 2005 to May 2007**

No	Role Title	Pre-92	Post-92	HE College	Reports to	Direct access to Chair?	Governance Unit?	New Post?
1	University Secretary	*			Registrar	*	*	
2	Secretary to Council & Academic Secretary	*			Principal	*	*	
3	Deputy University Secretary	*			Secretary/ Registrar			*
4	Registrar and Secretary	*			Vice Chancellor			
5	University Secretary		*		Vice Chancellor	*	*	*
6	Vice Principal (Corporate Services)			*	Principal			*
7	University Secretary & Legal Adviser	*			Vice Chancellor			*
8	Deputy Clerk to the Governors	*			Secretary			
9	University Secretary		*		Vice Chancellor			
10	Director of the Secretariat		*		University Secretary			
11	University Secretary	*			Vice Chancellor			*
12	Registrar	*			Vice Chancellor			
13	Registrar & Chief Operating Officer	*			Vice Chancellor	*		
14	Director of Governance & Planning	*			University Secretary		*	*
15	Chief Operating Officer	*			Vice Chancellor	*		
16	Director of Resources	*			Director			

In the fieldwork for this study it was important to reach the person who was managing institutional governance, but not to miss the opportunity to obtain information from nominal role holders who could have considerable influence with the governing body because they hold the most senior administrative position or the secretary's post identified in the institution's constitution. **Reaching the right people was likely to be problematic because of the lack of a single representative sector network for those engaged in the 'doing' of governing. It was therefore necessary to determine the exact composition of the research population by a variety of methods described in Chapter 3.**

### 1.3 Why study the role and influence of the secretary?

That the role and influence of the governing body secretary have been little researched is, perhaps, understandable. The duties of secretary may have been seen as only part of the function of a senior administrator/manager, or a lower grade role without considerable influence on the people who make up the governing body. But, when carefully combined with other management responsibilities, and exercised with diplomatic skill, the secretary can make a major contribution to the leadership of the institution. Gittleman (2004, pp.187-188) provided an example from a university in New England noting that the **senior administrator**, *'knew that if he were perceived as too powerful, a raging faculty could bring down the entire structure.....He remained a force with the trustees.....but kept a low profile among students and faculty. People rarely got his title right; and they never understood the authority he had in his hands'*.

While the focus of the research by Bargh *et al.* (op cit) rested on the way in which the head of institution and chair led the work of the governing body, in one case study it was noted that senior managers had gained prominence in governance matters and often took the lead in presenting proposals to the governing body. The head of institution's role, in this instance, was to moderate proposals and alert senior colleagues to the issues that might be raised by governors. **Where a secretary holds executive responsibilities**, they may be also be engaged in these forms of relationship with the governing body, either by preparing and presenting proposals, helping the head of institution consider ways in which the governing body might react or even in brokering solutions to disagreements occurring in governing body meetings.

The secretary's role therefore presents a somewhat unique balancing act, in which there is a need to create a close working relationship with, and be accountable to, the head of institution, but also be responsible to the governing body for the conduct of the business of governance. The secretary must be able to act independently of other senior managers in relation to governing body duties, even if a member of the senior management team. The secretary may be involved in the selection of both the chair and the head of institution, bringing further issues of relative influence into play. On occasion, it may also be necessary for the secretary to ensure that the head of institution acts in accordance with the wishes of the governing body. In all of these instances the secretary must effectively manage conflicting loyalties and interests. Lockwood (1996) summarised this aspect of the role as providing, *'a legal and ethical check upon the activities of the rest of the senior management of the institution'*, whilst Kogan (1999) noted that:

*'Chief administrators may be protected in the statutes (in the UK) as the secretary of council and senate when they have a fiduciary role. For example, it would be their duty to warn a vice-chancellor if he or she were infringing regulations or council or senate policies. There have been cases when chief administrators have felt it necessary to act as 'whistle blowers' when their senior colleague acts outside powers.'* (p.275)

With an ability to act independently and provide a check upon the activities of other major figures in the institution, it could be argued that the influence of the secretary is considerable, but that not all aspects of this influence might be immediately visible. At times, it could also be equivalent to that of other key players in the governance system. Bargh *et al.* (op cit, p.139) reported the comments of a staff governor who said of their institution that:

*'I think council could or should have a very important role and clearly defined role different from senate and that the two need to talk.....It depends upon the key figures – the vice chancellor and secretary and registrar and chair of council – providing that they can interact.'*

Just as there is a need for the secretary to successfully balance the needs of a range of institutional constituencies, it seems likely that commitment to the institution amongst external members of the governing body will be influenced, from the outset, by the secretary. For example, the way in which the processes of governor recruitment and induction are handled, often by the secretary, can set the tone for the way in which lay members view the institution for some time to come. Similarly, the interplay between members and the governing body's key office holders, such as the secretary, can influence the motivation and role satisfaction of all concerned, whether this is in the formal setting of a governing body meeting or via other informal contacts outside the boardroom.

Dearlove (1998a), noted how the Nolan Committee's (1996) recommendations on university governance had taken a partial view of, *'the messy reality of organising university work'*, whilst, *'ignoring the more informal and 'efficient' aspects of internal university organisation that actually do the business of facilitating teaching and research'* (p.63). There remains a concern that guidelines produced by governance reform could lead simply to compliance and that a more sophisticated way needs to be found to relate such guidance to governing body practice and to other areas of governing within the institution. This is a key task for the secretary, fulfilling a

leadership<sup>7</sup> role in governance that, Dearlove (1998b) later suggested of institutional leaders, *'has the confidence to work with academics in relations of mutual trust'* (p.119). This view was supported by Kennedy (2003, p.65), who noted that because governance processes can create conflict in any organisation, there is a need for relationship building between stakeholders to ensure that the outcomes of governance are in the interests of the institution and not just certain sectors within it. It was suggested that this could be facilitated by 'deliberative partnerships' between the 'academic heartland', 'new managers' and governing bodies to consider long-term strategic issues in their institutions, because no one part of the organisation had a monopoly on how best to set, or achieve, institutional objectives. Clark (1995, p.11) called for a greater focus on the type of leadership that could successfully reconcile the opposing forces of institutional leaders keen to develop and 'position' the institution and those of the, *'professional groups that staff the operational departments and reflect strong disciplinary imperatives'* (p.9). To these forces we might now add those of governing bodies who, charged with more open monitoring of the performance of their institutions, also need to find a way to articulate their requirements and ensure that change takes place, whilst understanding the needs of the various constituencies within their institution. In this developing three-way engagement, the secretary could be a key link in forging and maintaining constructive relationships.

It is also necessary to consider the position of the secretary when governing bodies get it wrong, an issue covered in some detail, in the UK context, by Shattock's (2006) latest research. But these problems are not ours alone, and lessons may be learned from other systems where the problems have their roots in institutional politics and personalities. In the US, for example, high-profile cases involving the appointment or removal of university presidents, intervention in the curriculum and financial misconduct have hit the headlines. Legon (2006), reporting on crises in institutional governance in US universities, noted the reforms undertaken by the governing body of American University, in the face of proposed federal intervention, to address concerns arising from the activities of its former president. In one of these reforms the governing body had taken the controversial, and rare, step of deciding to hire a secretary who would report directly to the board. Legon concluded that this approach was unlikely to be without its problems in terms of co-ordinating the governing body's work, but that it sent, *'A clear and positive signal that it wishes to conduct its affairs as independently as possible'* (p.1).

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<sup>7</sup> Defined (House, Hanges, Javdian, Dorfman and Gupta, 2004, p.15) as, *'the ability of an individual to influence, motivate, and enable others to contribute toward the effectiveness and success of the organizations of which they are members'*.

Governance crises are one thing, but Chait (2006) suggested that there is a more pervasive problem of substandard governance at play that, in some way, needs to be addressed. As he put it:

*'Most boards are orchestras of soloists. Each trustee is a prominent or self-proclaimed talent (the latter tend to blow their own horns). Some enjoy duets and quartets, others will join an ensemble now and then, but most want to be more than mere members of a philharmonic. The majority want to be principal players, and some undoubtedly hanker to be the conductor. But most trustees are not symphonists – and, to compound the problem, few boards rehearse.'*  
(p.2)

Whilst recognising that most boards are unlikely to step seriously outside operating norms, Chait contended that individuals need those norms to be explicitly stated, to allow governing body members to, *'think independently, a hallmark of effective boards'* but not, *'proceed independently, based on a self-declared role and a self-determined scope of authority'* (p.2). In this study it will be seen that whilst it may be primarily the responsibility of the chair to set the cultural tone of the governing body, it is certainly within the scope of the secretary, formally and informally, to shape how this is delivered, and exert influence on the style of governing displayed by the governing body. Perhaps more important, however, is the central role of the secretary in ensuring that boards have the opportunity to 'rehearse', by way of wider relationship building outside the boardroom, are provided with a well orchestrated score to guide their playing, get to see the theatre in which they are performing and, from time to time, reflect on how the audience is enjoying the show. In essence, the secretary may be the stage manager, composer and arranger, lighting controller and sound engineer. These roles are as vital to the performance as those of the individual instrumentalists, their 'conductor' or the 'leader of the orchestra', and require further research if their contribution to the effectiveness of governance is to be fully understood.

#### **1.4 Conclusion**

This chapter began by introducing the reasons for and aims of the study. The rationale behind investigating the practice, rather than simply the structure of governance was reviewed. Some of the complexities in defining the place of the secretary in different institutions were considered and an account was provided of the role of the secretary in a variety of practical concerns facing higher education governance.

It was noted that this study would take a different direction than most recent research on UK higher education governance. The current literature is largely devoted to analyses and commentary on sector policy developments and their impact on governance. Other investigations have simply attempted to describe the systems used by a governing body, such as governor induction or effectiveness reviews, without a wider consideration of the relationships that are critical to their successful operation. An empirical review of a specific role within the governing body was expected to provide greater insight into important aspects of these relationships. The active stance of this type of research, which describes how key members of a group, '*...do or enact their role, rather than the more static checklist of things which they do*' (Pye and Pettigrew, 2005, p.335) seemed to be key to a greater understanding of the way in which governing bodies work.

Kezar and Eckel (2004) supported this approach in their US-focussed analysis of higher education governance literature. They noted that much attention had been paid to governance structures and that these tended to find that:

*'People, interpersonal dynamics, and culture affect governance processes most, and can be related to efficiency, responsiveness and participation – the three very issues that many campuses currently struggle with'* (p.381).

In their wide ranging review they suggested that the more human dimension found in social and cultural theorising, amongst other approaches, was required to understand the interplay of governance processes – with a focus on the act of governing rather than the structure of governance. In short, we need to know more about the 'doing' of governing at all levels, including the individuals engaged in governing.

To begin this investigation, and to ensure that lessons could be drawn from the world outside higher education, the literature review for this study considered other sectors and explored governance and governing across international boundaries. The rationale for this approach is explained in more detail at the beginning of Chapter 2.

Investigating a complex role undertaken by senior staff is not a straightforward task. A multi-method approach, involving a national survey of all publicly-funded higher education institutions in the UK, and follow-up semi-structured interviews with governing body secretaries, chairs and heads of institutions in nine institutions, formed the basis of the empirical work. The research approach is described in detail in Chapter 3, and the results of the empirical work are analysed in Chapters 4 and 5.



Chapter 6 provides a discussion of the major findings of the study and the contribution it makes to the field of higher education governance research, together with the relevant areas of higher education governance practice that might be informed by the project.

In turning the spotlight on the role and influence of the secretary, the aim was not to temporarily illuminate a dark corner of higher education governance. Rather, it was to contribute an insight into role context, relationships and influencing that make up three cross-cutting themes that underpin the world of governance practice, and, in particular, the formal and informal mechanisms at work between the secretary, chair and head of institution. Investigating governance from this stance, and using an empirical approach, were important elements in moving research in this field from *process* to *people*, from *structure* to *social interaction* and from *institution* to *individual*, to help us fully understand how higher education governance works, and what works for higher education governance.

## CHAPTER 2

### THE WIDER CONTEXT OF HIGHER EDUCATION GOVERNANCE AND GOVERNING: LITERATURE REVIEW

#### 2.1 Introduction to the literature review

This chapter begins by considering the role of the secretary in relation to recent developments in UK higher education governance, and particularly the guidance that provides a framework for the secretary's work. It was argued in Chapter 1 that a focus on governance structures alone would not provide an adequate explanation of the context in which the work of the governing body secretary takes place, and so literature on governing practice has been reviewed to supplement that of governance systems.

**Section 1** continues by considering the theoretical framework for the study. The major positions, adopted largely in the company governance and non-profit organisation literature, are explored whilst relating them, where possible, to higher education examples. The aim of the section is to try to outline how theory may be related to practice and how an understanding of theory may help secretaries make sense of the governing dynamics they see in their institutions.

The second section explores, with examples from a variety of organisational settings, the ways in which the relationship between the executive and non-executive members of the governing body can impact upon governing, including aspects of relationships, power and influence and decision-making. In section three, role and influence are combined to consider the position of the secretary within the governance system.

Throughout the review, examples of research are mostly taken from the UK and US contexts, principally because these appear to be the most developed bodies of literature in the field. Other research can be found on different systems, most notably those of Australia, Canada and some European countries, and examples have been included where they are relevant to the study. It is recognised that national systems of governance and governing are influenced by their setting, organisational and national cultures, standards and behavioural norms. What may be acceptable practice, or a well understood system or governing relationship in one location may not readily translate to another, even if cross-border statements of good practice in higher education governance, such as that recently proposed by the OECD, begin to emerge

(Ásgeirsdóttir, 2006). Nevertheless, the focus of the latter stages of the review on 'exchange relationships' (Huisman, 2007, p12) rather than structure means that this issue is, in part, avoided.

Similarly, the 'borrowing' of examples of the governance and governing debate from different organisational backgrounds may lead to a charge that the chosen settings may not be directly relevant to higher education. With the exception of the comparative review by Bargh *et al.* (1996, pp.152-168) and the more recent, but similarly limited, review by Shattock (2006, pp.40-57), research on UK higher education governance has not looked very far outside its own domain. This is likely to have limited the development of the field, particularly in theoretical and comparative terms. Insofar as it is argued, here and elsewhere, that there has been a corporate/academic convergence in higher education governance, the inclusion of company-based literature is hopefully self explanatory. It may have been possible to look at examples from specific public-sector agencies such as the NHS (for a review of which, see Ashburner, 2005), but the particular complexity of NHS Trust-based governance, more direct government intervention (for example in target setting) and the wider stakeholder debate in that system appeared to outweigh the benefits of looking at this model. Although schools have similar issues of government influence and stakeholder interests, the common factor with the setting for this study is, at least, that of the provision of education, and so examples of research in this area have been considered.

The final concern involves the variety of methodological issues that arise from reviewing the literature from a multi-disciplinary standpoint. The study of influence, decision-making, networking, and agenda-setting, each overlain with their own theoretical perspectives and discipline histories, is a complex mix to address within the scope and scale of this study. But, without some oversight of these disciplines, an analysis of the role and influence of the secretary would lack a rounded view into what might shape the behavioural, political, ethical and social responses to the relationships and processes encountered with their governing body. It has therefore been necessary to be selective, and to use research that appears to be translatable to this study, with the intention that this will open up to future investigators a wider range of literature than has previously been employed in research on UK higher education governance.

## 2.2 The role context of the secretary of the governing body

### 2.2.1 The governance environment that the secretary must navigate

The evolution of corporate governance in the UK and the creation of standards of conduct for those in public life (broadly defined as 'public governance' by the OECD) appear to have moved in parallel since the early 1990s. In higher education, these developments have occurred at a time when accountability for the public resources placed at the sector's disposal has been a key political priority for the Government. Whilst attention has been focussed on governance, and in particular on compliance with associated guidance to improve accountability, it has not necessarily led to a better understanding of what makes a governing body operate effectively. As Tricker (2000) noted, on the question of whether there was a link between compliance with codes of practice and long-term corporate success, the:

*'Empirical research to date is ambiguous. In fact most codes are based on the conventional wisdom in the boardroom of what constitutes good practice, not on empirically proven practices that are known to lead to effective performance and long-term corporate success.'* (pp.293-294)

Nevertheless, since the early 1990s the drive to develop improved governance systems for higher education, has been accompanied by a wealth of guidance, from the early reports by the Committee on Standards in Public Life (Nolan, 1996; 1997) to the latest advice on monitoring institutional performance (CUC, 2006), all of which have had to be navigated by the governing body secretary (see Figure 1 which illustrates this point). CUC guidance (1995; 1998; 2001; 2004) has become the model upon which reviews of governance systems have been based, and in which the role and duties of those working in governance have been most comprehensively defined, though a more detailed description of the responsibilities for Clerks of Boards has been provided (HEFCW, 1997) and is currently being **updated by Schofield et al.** (forthcoming).

The Dearing Report (1997) sought to progress the modernisation of university governance systems in pre-1992 universities by recommending that there should be greater clarity in the responsibilities held by the University Council, as opposed to those of the Senate or Court, as the governing body of the institution. The question of the effectiveness of higher education governance arose again in a study of university/business collaboration and governance issues commissioned by the Treasury. The report of the Lambert Review (2003) proposed that there should be a

greater distinction between management (the operation of the institution) and governance (the strategic oversight of the institution and its resources) in higher education institutions. Lambert also suggested that there should be less reliance on committees for decision-making and a voluntary code to help improve the effectiveness of governance, based on the company 'comply or explain' approach. Shattock (2004, p.231) noted that, in 1997, Dearing had suggested that a Code of Governance should be introduced but had not included the proposal in his list of recommendations. As a consequence, the CUC, with ministerial support, had been able to resist the idea. Shattock further suggested (ibid, p.230) that the Government's initial response to Lambert was that it supported the need for institutions to have a statement of best practice but did not want the code to become a 'national prescription'. Lambert, however, had provided a draft code and recommended that the sector should develop its own. The Code of Practice was published, at the end of 2004, as part of the latest CUC guidance.

Dawson and Dunn (2006) noted that there was a growing pervasiveness of codes of practice, or 'soft law' in the field of governance, where, in a legal sense, compliance is voluntary, and concluded that this was because contract and statutory methods of regulation (hard law) had been found to be too cumbersome and too slow to respond to shortcomings or changes in social conditions. They added (p.35) that:

*'Obligations within the middle ground left by these two methods of involvement have fulfilled a social need despite not being legally binding. In the governance context, codes of practice provide a significant example. By signing up to a code a party advertises how it will act, which gives a benchmark against which stakeholders may judge its governance enabling publicity to be given, as appropriate, to successes and failures.'*

Exley and Hudson (2006) suggested that, through the adoption of the Combined Code and the 'comply or explain' approach, the UK has managed to establish a well developed corporate governance framework based on the principles of transparency and accountability. Another 59 countries<sup>8</sup> are reported to have, or are developing,

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<sup>8</sup> As listed on the European Corporate Governance Institute website at [http://www.ecgi.org/codes/all\\_codes.php](http://www.ecgi.org/codes/all_codes.php) (retrieved 19 May 2007)

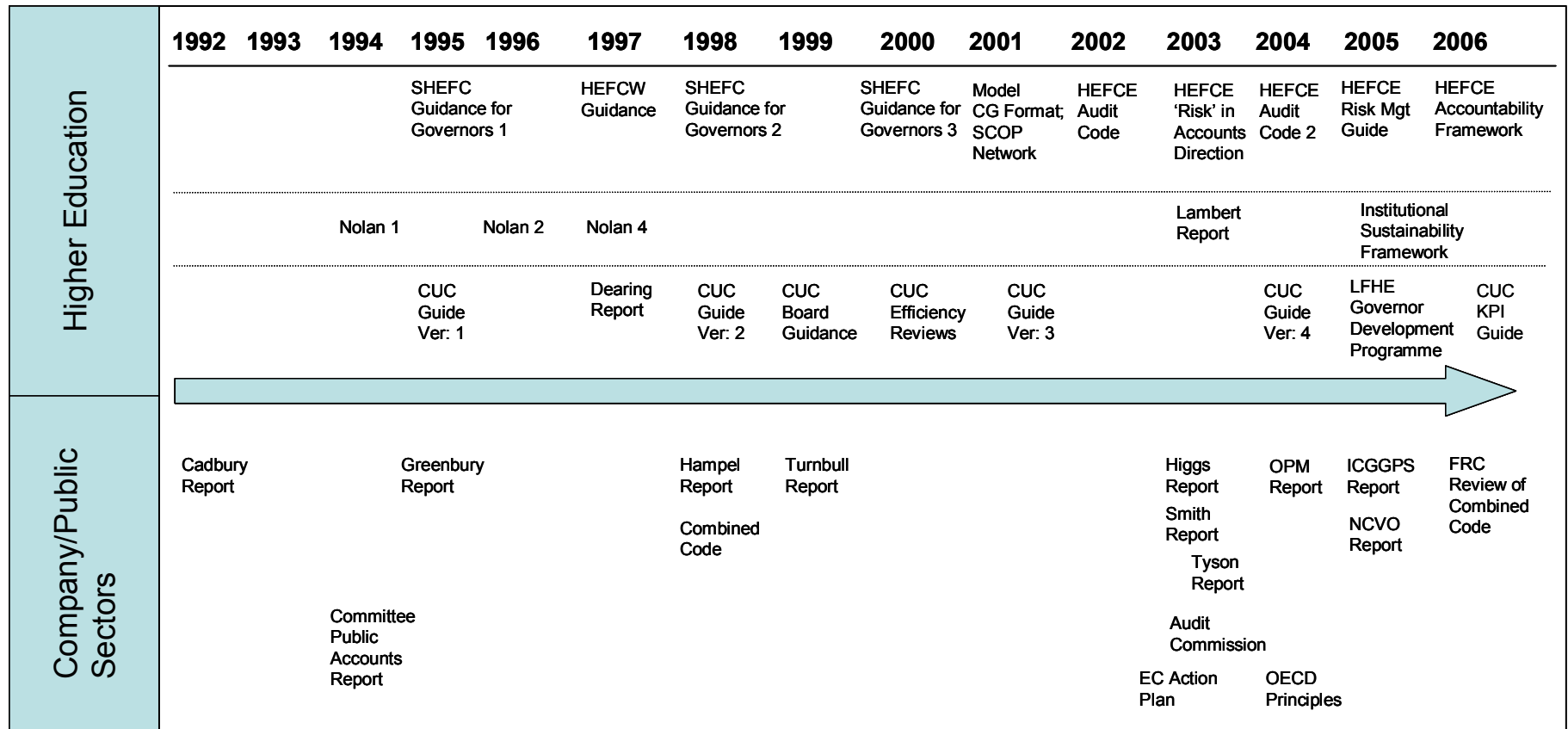


Figure 1: Major developments in UK company, public sector and higher education governance guidance from 1992 to 2006

codes or principles of practice for corporate governance, encompassing a range of legal systems and cultural and political contexts (Mallin, 2004). New codes have also recently been developed in key areas of the UK public sector (ICGGPS, 2005; NCVO, 2005).

In higher education, Neave (1988; 1998) reported, in his work on Western European institutions, a similar pattern of change from a relationship between universities and governments based on legislation and procedures to justification by quality assurance and accountability systems. In the UK, institutions have been encouraged to adopt the CUC Code in exchange for a reduction in other measures of accountability. The new accountability framework proposed by HEFCE, which is currently being introduced, is seen as a way of placing greater reliance on the self-regulation of institutions' systems of management and governance, to, *'reduce the burden of providing assurance about the use of public funds'* (HEFCE, 2006, p.2).

In the same way that we have seen the emergence of more self-regulated 'new public management' in this period (Farrell, 2005), it could be suggested that we are witnessing the development of more self-regulated 'new public governance' to match emerging approaches to company governance. Both 'new' approaches focus on non-bureaucratic forms of organising public service organisations in the context of quasi markets (Deem, 2006). But, the new methods can hardly be described as truly 'self-regulated', if compliance is likely to be closely monitored by regulatory agencies. Smith and Reeves (2006) argued that, *'there is a great danger in over-emphasising state regulation in that it acts as an obstacle to individuals and institutions regulating themselves, consulting their own conscience and acting with integrity, even when it's legally possible to avoid doing so'* (p.17). Nevertheless, in the face of continued external regulation, compliance with the code, and an equal emphasis on the practice of governing to demonstrate effective self-regulation, may be important tasks expected of governing body secretaries for some time to come.

Despite the framework provided by external guidance there is much that remains to be investigated about the interactions between key members of the 'strengthened steering core' (Clark, 1998) of the institutional executive and those who govern higher education institutions, particularly in the way in which these relationships, and potentially competing interests, are managed. A 'structure-neutral' approach was suggested by Leslie (2003), based on the premise that any system of governing that involved a variety of constituencies, or intermediaries, would generate conflict, and had to be able

to, 'sort out the normal and universal competition for those things that matter to them' (p.5). He concluded that governing should substantially be seen as the art and science of managing conflict, where the legitimacy of those involved in the process of governing was held to be dependent on procedural and substantive justification, rather than on personal qualities or the use of power. He added that:

*'Justification is uniquely cultural because it implies both rational explanation and a value matrix in which that explanation can be assessed. Decisions – or non-decisions, which are merely the functional equivalent of decisions – have to be made and are continuously made in any normal social relationship. Decisions large and small are both justified and assessed by some criteria – explicit or implicit – and those justifications accumulate..... in the collective ledger of relevant constituencies as a sort of fund of goodwill.*

*In this way of thinking, the right to govern derives from neither a formal hierarchy of relations specified in some constitutional documents (roles and responsibilities, for example) nor from principles about process (participatory or consultative patterns, for example). Rather, the right to govern derives from a culturally defined accumulation of decisions that meet criteria of legitimacy and effectiveness. The right to govern accrues to whomever has legitimacy. Legitimacy accrues to whomever makes the most consistently justifiable decisions.*

*.....In some settings, legitimacy accrues to individuals who have made certain decisions about certain things for many years, notwithstanding that they have no formal authority to do so. Their decisions are accepted as legitimate because they have good (or the best) knowledge or skill in discriminating between the right and wrong decisions in their field. In other settings, legitimacy accrues to individuals who are allowed to make decisions on a wide range of matters.....for reasons unrelated to any particular expertise or formal position.'* (pp.12-13)

The role of experienced individuals, able to bring consistently acceptable judgements into the decision-making arena may therefore be a further critical piece of the governance equation. The secretary's role has not, hitherto, been comprehensively investigated to determine its part in the exercise of justification and legitimacy and its contribution to the effectiveness of governing.



Other constituencies have, at least, been afforded this attention. The contribution of non-executive directors to company boards has been a particular focus of research (Pettigrew and McNulty, 1995; McNulty and Pettigrew, 1999; Pye, 2002). In the case of schools, Deem, Brehony and Heath (1995a) investigated the 'active citizens' involved in school governance in the UK, looking not only at their board-related activities but the way in which they displayed influence in their role. Farrell (2005) studied 25 school boards, compared them to company boards and used Pettigrew and McNulty's model of board involvement in strategy to investigate the way in which school boards were involved in this task. In the US, the motivations of school board membership and the power relationship between school board members and school superintendents were considered by Mountford (2004). In higher education, the work of Bargh *et al.* (1996) remains the major UK-based research in this area, though its focus, as noted earlier, was largely on the contributions made by the chair and head of institution. More recently, Bennett (2002), studied the boards of governors in a small number of post-92 higher education institutions and, by documentary review and survey, analysed the way in which governing bodies had addressed a range of 'effectiveness factors'. He concluded that Board meetings were likely to be passive, with only 10.2% of items submitted to boards giving rise to questioning or challenging behaviours in the process of decision-making. Baird (2006) considered the way in which support was provided to Australian governing bodies and also found examples where there was, *'little sense of engagement between the board and the university it governed'* (p.300).

These studies emphasised the way in which members of governing bodies, and the executive, are involved, in the 'doing' of governing in their institution. They are distinct from those in the recent literature on higher education governance that analyse governance policies and their implementation (Salter and Tapper, 2002; Buckland, 2004; Kaplan, 2004), focus on policy developments and their effect on governance in a particular national or regional system (Levin, 2000; Norbäck, 2000; Jones, Shanahan and Goyan, 2001; Locke, 2001; Kovač, Ledić and Rafajac, 2003; and Harman and Treadgold, 2007), highlight the declining role of academic influence on governance versus the increasing part played by 'new public management', 'corporate governance' or, as often, the Vice Chancellor, or 'chief executive', in the operation of governance systems (see, for example, de Boer and Huisman, 1999; Nelson, 1999; Mora, 2001; Shattock, 2002; Waugh, 2003; and Tierney, 2004) or look at particular constituencies, including students, in the governance process (Zuo and Ratsoy, 1999; Boland, 2005; Menon, 2005). Important as these studies are, they do not get to the heart of the

problem of how key individuals create a culture in which governors, and the executive, contribute to, and help shape, the strategic objectives of the institution.

In an early higher education study on this topic, Baldrige (1971) considered the phenomena of power and conflict in New York University (NYU). He investigated whether the university had a tendency toward oligarchy, and an 'establishment' power elite, or whether its decision system operated in a more open and democratic fashion. He reached no firm conclusion other than to suggest that it would be, *'more profitable to ask: How are various groups involved in the decision process and to what extent is the university more or less democratic?'* (p.177), whilst at the same time suggesting that most people within the university community were little concerned about the university's governance, *'regardless of whether it was democratic or oligarchical'* (p.177). The role of the senior 'officials' power elite was, noted, but was thought to be tempered by a high degree of participation in decision-making by the full-time faculty, which could change considerably depending on the topic under debate, and where and when that debate took place within the university. The system was also fragmented when the question of spheres of influence was addressed. The trustees (governors), for example, were strong in areas of budgetary planning, physical plant maintenance, long range planning and public relations but weak in relation to academic matters.

With new management paradigms and the growing convergence of higher education and corporate governance, many of these issues remain under debate, particularly the role of academic participation in university governance and its impact on decision-making. McNay (1999, p.44) reports how a Vice Chancellor said that, *'We haven't time for democracy any more; funding council deadlines for responses don't allow it!'*. On the other hand, Barnett (2000) noted that:

*'A certain amount of muttering occurs as to the 'managerialism' in university life, but there is no serious protest. That it does not give rise to any great angst is testimony to two things. Firstly, there is a consensus even within universities that, in the contemporary age, they have to be managed and managed well. Staff do not want to be part of a poorly managed institution. This point is easily made, but it represents an extraordinary accommodation on the part of the academics to the realities of university life. Secondly, there is on the part of the large majority of academics a view that they are only too happy for others to be doing the managing.'* (p.129)

The secretary's contribution, via the management of governance, could be said to be critical. Not only must the business of governance keep pace with the demands of the institution and external stakeholders, but the secretary must also ensure that the principles of 'shared governance' are properly maintained in core activities of the institution, so as to avoid a dislocation between academic and 'business' aspects of the governing body's work. The management of the relationship between the governing body, and the rest of the institution is therefore a key function of the secretary, and one to which we turn next by considering a number of theoretical approaches and how they might inform the practice of governing in higher education.

### **2.2.2 Routes towards a theoretical framework for the study of roles in higher education governance**

**Roberts, McNulty and Stiles** (2005) were commissioned to undertake a study of the work and relationships of non-executive directors for the Higgs Review. They noted that assumptions in agency theory (for a summary of which, see Eisenhardt, 1989) had been a significant influence on the study of governance, particularly where board effectiveness was, *'assumed to be a function of board independence from management, trust relations are formally discounted and the 'control' role of the non-executive is emphasised'* (p.S7). They added that agency theory suggested that too close a relationship between executive and non-executive directors should be avoided because of the collusion that this might imply, and that, because agency theory assumed that self interested opportunism was inevitable, systems of monitoring and control should be put in place. They reported, however, a growing literature that cast doubt on the 'real world' application of agency theory and the realisation that, at least in the case of the chief executive, a strong relationship with the board, built on mutual trust, could be advantageous. Roberts and Stiles (1999) had earlier investigated the way in which chairmen and chief executives worked together and found examples of conflict, where the two were at a professional and personal distance from each, but also positive examples of collaboration. Roberts later added (2002) that a climate of collaboration provided a:

*'Relationship between the chairman and the chief executive, with the chairman using this relationship to support the performance of the chief executive. But trust and openness in this relationship then creates the conditions under which non-executives can be recruited who are themselves able to complement, in different ways, the skills of the executive team.'* (p.509)

In her study of the role and background of UK Vice Chancellors (VCs), Breakwell (2006) noted that the relationship between the head of institution and chair required further examination. She concluded that, *'managing the relationship properly was fundamentally important to the efficient functioning of the institution'* and that, *'very experienced VCs talked of having established a partnership with their Chair'* (p.56).

Buckland (2004) used an agency approach (Jensen and Meckling, 1976) to review UK university governance as part of his critique of Lambert's draft governance code, and of current governance structures. His review noted the difficulty, in higher education, of separating control rights from decision rights because the producer was, *'intimately and expertly involved in appraising the value of the activity being controlled'* (p.246) and concluded that this was a feature of all professionalised activities, citing those of medical practitioners as a case in point. He also reported a difficulty in identifying exactly who held control rights over university activity, given the diverse range of stakeholders involved. He considered this to be problematic because the governing body was separated from stakeholders, by virtue of the appointment process for its members, and was unable to obtain legitimacy from a clear stakeholder relationship to the community of shareholders that would normally be expected in a company setting.

The codification of governance, and particularly the increased role of independent governing bodies and governors, has sought to assure stakeholders that institutions are well governed and managed and that the executive is unable to take actions simply for its own benefit. But does this mean that agency theory is appropriate for a higher education setting? From his experience of the US sector, Collis (2004) noted that the strict application of agency theory offered little to help the improvement of board effectiveness because, **counter to Buckland's view on separation**, there was already considerable goal congruence between a university's stakeholders, the head of institution and the administration. He suggested that higher education should seek to minimise agency problems caused by a divergence of interests between stakeholders and the executive, but cautioned that this approach may have its difficulties. In the case of agent representatives on the board, for example, there was a risk that they might wish to further their own interests. It was proposed that to deal with this, membership by staff and students should be severely limited, as is already the case in the post-92 part of the UK higher education sector. He noted also that the separation of the role of chairman and chief executive was usual in the university sector (although there are exceptions in the UK and also in the Republic of Ireland) and that because the president was appointed by the board of trustees, there was already an accepted measure of control over the president's actions.

The alternative approach of stewardship theory (Davis, Schoorman and Donaldson, 1997), suggests that managers will behave in the interests of shareholders because such actions will also be in their own interests, and that there should therefore be no inherent problem in executive motivation or need for close control (Donaldson and Davis, 1991). Stewardship theory underlines the board's role in developing institutional performance by improving strategy and decision making (Cornforth, 2005a). Elements of the theory are seen in higher education in the way that, in most cases, board members are chosen for their expertise and potential to help improve the performance of the institution, often on the basis of their professional expertise and skills, although they may not always be as closely linked to the world of higher education as the 'inside' members that would be required for the governing body to consistently make superior decisions (Kiel and Nicholson, 2003). Donaldson and Davis (op cit) suggest also that the system works best when the chief executive has complete control over the organisation, particularly so when the chief executive also holds the post of chair of the board, a position they called 'CEO duality'.

There are practical shortcomings in this approach that undermine the application of the theory. The codification of corporate governance has included a move to split the roles of company chair and chief executive in order to improve accountability within the board. The alignment of the leading positions within the organisation may not be desirable in terms of complying with external accountability measures, which are required to satisfy shareholders, or even possible where major shareholders call for board reform. In the case of non-corporate organisations, in particular higher education institutions, there is even less chance of CEO duality because of the expectation that the roles of chairman and chief executive will not be held by the same person. It may also be difficult for a university's objectives to be fully aligned with those of its stakeholders. Consider the paradoxes, for example, of balancing the institution's wish to maintain academic quality (and hence its reputation) and the desire, amongst students, for high examination grades (which might also have reputational implications for the students and the institution) or the need for an institution to increase research income but not accept such income from sponsors where there are ethical concerns. Both result in governance dilemmas that arise from the 'supercomplexity' (Barnett, op cit) of the higher education system. It is unlikely that the simple alignment of stakeholder and institutional interests required by stewardship theory would be possible and, as a result, its potential for analysing higher education governance may be severely limited.

Other theoretical approaches stress either the interests of stakeholders (stakeholder theory) or the public at large (the Democratic perspective). Both focus on the interests of the respective parties, and their impact upon the nature of governance practice used by the board (for an overview, see Cornforth, 2005a). In the case of resource dependency theory Kiel and Nicholson (op cit, p190) note that there is a different perspective in that it is assumed that the board, 'acts as an essential link between the firm and the external resources that a firm needs to maximise its performance'. They suggest (p191), however, that this approach ignores the board's role in providing advice, monitoring the work of the organisation and helping develop strategy. All of these functions are important in the work of the university governing body, to varying degrees, with the implication, again, that resource dependency theory alone is insufficient to account for the way in which governing bodies carry out their role.

Managerial hegemony theory takes the stance that control of an organisation has been, '*ceded to a new professional managerial class*' (Cornforth, 2004, p.18) and that power, in normal times, rests with the chief executive, with the board only taking over in periods of crisis. It is suggested that this leads to the board acting as a 'rubber stamp' for management decisions, giving legitimacy to managerial actions. Furthermore, in the context of cooperatives and mutual associations, the ordinary members on boards are considered to have less knowledge and expertise to be able to challenge management proposals and decisions (ibid, p.19). The parallel with voluntary external members of higher education governing bodies, and the ability of the head of institution and other senior managers to influence the board, will be clear. Cammack (2003) commented on this issue during the merger of the University of Manchester and UMIST. He concluded that managers wanted to, 'out-Dearing Dearing' through their attempts to impose a substantial lay majority of council alongside a reduced elected contingent of academic staff and the stripping of the power of the University Court to a minimum. He went on to note that University Courts, with their wide community representation, '*could take forward the agenda of diversity and strong local and regional links*' and could even be responsible for the election of lay members of governing bodies, '*to avoid the danger of Councils becoming self-perpetuating oligarchies*' unduly influenced by senior managers. His preference was to see lay majorities, '*sit alongside substantial numbers of elected representatives of university staff, able to provide them with a broader view of issues than that presented by senior management*' (p.12).

These theoretical approaches take contrasting views of the role and effectiveness of the board, but each can be shown to have shortcomings that prevent a universal

explanation of the processes of governance and boardroom practice. Indeed, the 'one dimensional' nature of the various theories was highlighted by Cornforth (2004, p.12) who noted that the complexity of governance required a meta-theory to bring together a number of theoretical perspectives. In this way, he argued that, *'multiple theoretical perspectives are helpful in highlighting some of the important paradoxes, ambiguities and tensions boards face'* (ibid, p.13). Elsewhere, Hung (1998) suggested that corporate boards may play different roles depending upon the expectations placed upon them, and that an integrated theoretical framework was required to underpin further in-depth studies of the processes used, and the roles actually played, by governing boards.

Pye and Pettigrew (2005) also called for a theoretical pluralism, to balance the dominant paradigm of agency theory in board process work by creating a process perspective that, *'can be enriched from different angles rather than creating 'the' alternative view to agency theory'* (p.S30). Turnbull (1997) captured the essence of this argument when considering sociological processes in the development of corporate governance theory. He noted that corporate governance scholars:

*'Need to accept the possibility of people behaving both as opportunistic self-serving agents and selfless stewards. No one theory or model of society is likely to be sufficient for understanding, evaluating or designing governance structures.'* (p.200)

Cornforth (2005b) proposed that researchers should use a multi-paradigm perspective rather than choose between them because current theorising, took, *'Little or no account ....of contextual factors that influence or shape board characteristics or how they work'* (p.237). Building on the work of Demb and Neubauer (1992), he suggested that there were three main tensions, or paradoxes, to be explored:

- Who governs? – the tension between representative and professional boards
- Board roles – the tension between conformance and performance
- Relationships with management – the tension between controlling and partnering

The focus of this study suggested the use of the paradox perspective as a framework, allowing investigation, through the **controlling and partnering** paradox, of the way in which governing body work is shaped, how issues are presented and how a balance is maintained between control by the executive of the governing body, and by the governing body of the executive. Using this approach, it was thought possible to draw

practical examples from other theoretical positions, including the managerial hegemony, stewardship and stakeholder schools, and consider a range of literature on relationships, power, influence and decision-making to develop a methodological approach to show how the governing body secretary's role and influence impact upon the institutional 'supporting' role played by the governing body (Hung, op cit, p.105; see also, Baird, 2006, p.299)

## **2.3 Relationships, power, influence and decision-making**

### **2.3.1 Managing relationships in higher education governing**

Many analyses of board practice and effectiveness (Harrison, 1998; Cornforth, 2001; Ingley and van der Walt, 2005), remain focussed on 'what boards do' rather than 'how boards work'. In contrast, others look more closely at the way in which board members relate to each other as the basis for considering the effectiveness of the board.

Forbes and Milliken (1999), in their study of social-psychological processes of group participation and interaction identified several factors relating to non-profit organisations. Amongst these was the need to appreciate the multifaceted nature of performance in the non-profit sector, where the relationship between board performance and organisational performance was likely to be complex. They noted that the sense of commitment shared by non-profit board members may be associated with high levels of cohesiveness, but also warned, as found by Golden-Biddle and Rao (1997), that many non-profit board members face a sharp conflict between the personal aspects of their association and the trusteeship duties carried in their board service.

Golden-Biddle and Rao (ibid, p.608) suggested that, in contrast to the agency-based explanation of board failures because of conflicts of interest, some cases might involve a conflict of commitment, where the member holds a 'hybrid organisational identity' and must deal with their, '*own strain in adhering to conflicting aspects of the organisation's identity*'. Using the example of university alumni who serve as governing body members, they noted that the 'outsider-insider' dichotomy of board research can be misleading if 'outsiders' become 'insiders' by identification with the organisation. They expressed concern that such 'cultural embeddedness' meant that some board members may work so closely with managers that they become unable to provide criticism or express dissatisfaction. This would appear to support a proposition by Forbes and Milliken (op cit) that a degree of task focussed cognitive conflict, alongside



an ability to work cohesively, but not too closely, is part of the basis for creating an effective board. Managing the relationship between board members and the executive so as to maintain a climate of productive tension between aspects of controlling and partnering may therefore be a valuable element in the practice of governing.

It should not be assumed, however, that the executive and other board members compose two unified, but opposing, forces. Mignot-Gérard (2003) suggested that research on university governance tended to overlook the, *'relations that make up the overall system of governance'* (p.144) and that the executive team was, *'often presented as a coherent entity, and there is no de-construction of the relations between team members'* (p.146). The effectiveness of the governing body, and of its secretary, can depend upon the working relationships between members of the executive team, but from her survey of French university staff, Mignot-Gérard concluded that the interactions between executive team members could often lead to fragile alliances, tensions and difficult compromises.

Levin (1991) studied three Canadian colleges on the question of the relationship between the governing body and head of institution. He found that both had influence and impact on external and internal communities, there was a high level of value compatibility between them, they both viewed themselves as chief authorities of the institution and, *'in their expressed attitudes and actions, mirror perceived characteristics of the larger organisation'* (p.37). In a study of trustee satisfaction in higher education institutions in Ohio (Michael, Schwartz, Cook and Winston, 1999), governing body members expressed the highest level of satisfaction with their relationship with the president, whereas it was often low with the faculty, presumably because of the relatively close working relationship with the former and the perceived distance from the latter. In schools, the issue of the governing body's role in providing consent and protection was questioned by Thody (1994). He noted that governors would not easily break the habit of consent given to actions requested by headteachers, *'since consent is the natural response to those in authority'* (p.25) and could be reinforced by friendship, personal knowledge, or even participation in the governing body's decision to appoint the headteacher. Governors also protected headteachers by taking part in shared decision-making, so relieving the burden sometimes placed solely on the head of the institution.

Social influence theory has been used to try to understand board relationships in the context of educational governance. In their study of School Boards and District Superintendents in the US, Petersen and Short (2001) noted that social attractiveness

(or referent power) represented by the perceived similarity of one person to another, credibility, based on trustworthiness and expertness, together with an assertive and emotive or empathetic social style tended to characterise those superintendents that would be able to develop and maintain cooperative working relationships with the board president and other members of the board. Where high scores for social attractiveness and social style were seen, there was a strong association with the superintendent's, *'ability to define, recommend and receive board support on a majority of policy issues facing the school district'* (p.554).

The concept of school governing bodies taking a leadership role has also been explored (Earley, 2003), in a review of the way in which governing bodies and the headteacher set the strategy for a school. A range of empirical studies on school governance were reported that had concluded that under self management, governing bodies, *'are more or less at the mercy of the headteacher and other senior managers'* (p.356). In a survey of school heads and governing body members Earley found that over one-fifth of heads agreed that their governing body should play a major part in strategic leadership, but far fewer said that it actually did so and over one-third said that the governing body played only a minor role or no role at all. He concluded that the approach and attitude of the headteacher was a major factor in the participation of governing bodies in the strategic leadership of schools and that, *'Culturally embedded notions of power and authority vested with the headship are difficult to shift but the relationship between the two needs to move to one of interdependence – a leadership that is shared and a real partnership'* (p.365).

The difficulties of achieving this balance were highlighted in research by the Office for Public Management (OPM) (Steele and Parston, 2003) that addressed the expectations and experiences of public service governors. Some startling results were obtained about the way in which institutions were being governed that appeared to support the view of Chait (2006) about the prevalence of substandard governing. It was concluded that, overall, the governing of public service organisations (in this case, principally health and police authorities, schools, housing associations and national bodies) did not work well. While in some institutions there was a constructive relationship between governors and their executive, in others governors were, *'far more reactive than proactive, allowing the executive to control and direct the organisation without governors' effective stewardship or even oversight'* (p.51). Only two of the 25 governors they interviewed were confident that their governing body was effective, and most felt that although they were adding value they were not able to fulfil their complete role. Some considered this to be because of the, *'attitudes or culture of the executive'*

(p.25) while other governing bodies appeared to have made a choice, though often not explicit, to hand over authority to a strong leader or executive group.

Otto (2005) considered the roles of chairs and managers of governing bodies in particular types of organisations in the voluntary, statutory (in this case, schools) and commercial sectors, and shed some light on the relationship issues noted by Steele and Parston. She concluded that problems of role ambiguity and conflict were a factor of the 'split' positions of the chair and senior managers, and that the management of this relationship differed between the sectors. There was a greater degree of role conflict and ambiguity in the public sector, caused by changing governance practices, and a 'greyness' around who was in control, caused by increased authority given to boards, a lack of clarity in terms of the ultimate responsibilities of each party and a growth in associated workloads imposed on those in management positions. In other words the locus of power, influence and authority was not always clear and this could, in turn, create a climate in which there was a more negative than productive tension between the governing body and executive.

### **2.3.2 Exploring the exercise of power and influence in higher education governing**

The need to understand issues of power and influence, their impact on the practices of senior managers and their effects, in turn, on governing has been highlighted, most noticeably, in studies of company boards and non-executive directors (NEDs). Pettigrew and McNulty (1998) looked at the use of power in the boardroom in a study of the conduct and behaviour of boards and directors in UK companies. They investigated the influence of chief executives and their senior executive team in shaping the activities and information flow to directors, and the way in which ideas were developed and tested by the executive team before being relayed to the board. They suggested that the board needed power, much of which was now derived from the regulatory environment for business, to be able to exercise its role of monitoring, and that it comprised structural and relational elements, combined aspects of power sources and a willingness to put them to use. This combination of 'will and skill' was considered to be critical, but was tempered by the context and situation in which power was applied, including expected norms of conduct, the pattern of selection of board members and their socialisation into the role. As in the case of schools, non-executive board members, at that time, perceived themselves to be more influential in issues of corporate governance and corporate management than on key strategic decisions. It

was argued, however, that whilst the executive's control of a board had been balanced to a degree by external codes and guidance, the company board in the UK had:

*'Cultural and normative assumptions about collegiality and a smooth problem-solving process that could nullify the potential power sources held by non-executives. NEDs could be outflanked by the executives not just because the NEDs know too little about company business.....but because the NEDs know too much about the normative assumptions of being a good citizen on a UK board, so that they are thereby neutralised in power terms.'* (p.212)

The political exercise of power within organisations was recognised by, amongst others, Morgan (1997, p.154) who classified a variety of types of power in an attempt to establish an analytical framework for power dynamics within an organisation. Amongst these were:

- Formal authority;
- Control of scarce resources;
- The use of organisational structure and rules;
- Control of decision processes;
- Control of knowledge, information and technology;
- Control of boundaries (including access to the organisation's elite groups);
- An ability to cope with uncertainty;
- Interpersonal alliances, networks and control of the 'informal organisation';
- Control of counter-organisations;

It was argued that simply possessing these attributes was not sufficient to generate power because wider structural factors within or outside the organisation, over which individuals had little control, could exert greater influence at a particular time. Morgan proposed, however, that organisations principally consisting of white-collar staff provided examples of pluralism, where authoritarian methods of power could be, *'held in check by the free interplay of interest groups that have a stake in government'* (p.200). Pluralist managers were thought to balance and manage these competing interests and be able to recognise that conflict and power could serve both positive and negative means.

Boston (2000), was critical of the power of domination exercised by university executives in the way in which governing bodies were kept informed. She suggested that the focus of the governing body was sometimes maintained on the oversight of a

planning framework rather than, *'matters of urgency unforeseen by strategic directives'* (p.105) from which governing bodies could be *'insulated'* or *'quarantined'*. She went on to note that her case study research had found, *'evidence of the 'management' of council through the streamlining of committees, retreats and induction procedures, executive reporting, and, equally, through inefficiency, informality and obfuscation'* (p.106) and concluded that, *'The governing body is a location of power within universities which at times is hotly contested and at others, quietly and cleverly manoeuvred around'*. Mountford's (2004) study of school board members in the US concluded that different categories of power and motive caused district school superintendents to, *'walk a tightrope in determining which issues get priority and the consequences of not addressing a particular board member's agenda'* (p.736). In her study of UK higher education colleges, Corbett (2006) reported that whilst final approval of the institutional strategic plan was considered to be the highest priority for the governing body, more time appeared to be spent on audit and accountability, financial stewardship and monitoring the approved strategy. It is possible that the *'obfuscation'* noted by Boston could have been confused with the need to deal with growing external accountability requirements placed on the sector, making the secretary's expert task of focussing the governing body's work on its key roles even more important.

Elsewhere in the university sector, the practice of power has been considered largely, but periodically, on a descriptive or case study basis, probably because of the complexity of higher education organisations and the difficulties of access to key individuals. Demerath, Stephens and Taylor (1967) were early commentators on the power associated with the role of the US university president. They noted, at that time, that the structure where a *'business officer'* was responsible to the governing body as treasurer, and the president only for educational matters, was in rapid decline because it had often been a source of internal conflict. They suggested that:

*'Often, the business officer has worked with the board of trustees before the president was elected, is personally respected by the board members, and may appreciate the business viewpoints of some board members better than the president. In this situation, if the president does not guide the business officer in the allocation of funds, salary policies, or other matters of faculty concern, the faculty may come to believe 'the business manager is running the university.' Once this belief is widespread, the president's position as top administrator of educational affairs deteriorates.'* (p.71)

Hardy and Clegg, (1996) in their review of the literature on power, noted the wide range of conceptualisations on offer, from a focus on behaviour to attitudinal and hegemonic factors, including Mechanic's (1962) view that complex technical knowledge, such as that held by the secretary, might be a base for organisational power. They also reported a second dimension of power to that identified by Dahl (op cit) which had been developed by Bachrach and Baratz (1962) and where, as was later alleged by Boston (op cit) in the case of higher education:

*'Issues could be excluded from decision-making, confining the agenda to 'safe' questions. A variety of barriers are available to the more powerful groups to prevent subordinates from fully participating in the decision-making process through the invocation of procedures and political routines.'* (p.627)

Hardy and Clegg described this approach as, 'non-decision making', which allowed the *'more powerful actors to determine outcomes from behind the scenes'*, and noted, *'that visible decision-makers are not necessarily the most powerful'* (p.627). But it also led to another theme developed by Lukes (2005) in the early 1970s in which he critiqued the two dimensions of power, adding a third which involved the exercise of power by shaping peoples', *'perceptions, cognitions and preferences in such a way that they accept their role in the existing order of things'* (p.28). Shapiro (2006), whilst supporting the view of Lukes that a third dimension of power exists, contended that it was unclear how each of the dimensions of power operated in each of its forms, and that institutional systems had to be identified to prevent domination of particular power types in decision-making without interfering in the legitimate exercise of power. In the meantime, Hardy (1996) had identified the system itself as a fourth dimension, noting that power could be found, *'in the unconscious acceptance of the values, traditions, cultures and structures of a given institution'* (p.S8). It is here that the secretary could play several critical roles; as a guardian of elements of the system's power; in maintaining equilibrium in institutional decision-making processes; and in ensuring that the use of individual power by the withholding of decisions and the setting of an agenda for decision-making based on the illegitimate shaping of information does not cause real decision-making to be substituted by quiescence on the part of decision-makers.

### **2.3.3 Exploring decision-making in higher education governing**

It has been suggested, in the company setting as well as in higher education, that developments in the regulatory and compliance requirements of corporate governance

could distract both the board and senior managers from their key responsibilities and cause them to restrict, even if unwittingly, the decision-making role of the board or governing body (Durden and Pech, 2006). Durden and Pech further noted that, *'the regulatory thrust of corporate governance could become even more pronounced, leading to further compliance responsibilities being placed on managers and directors'* (pp.88-89). If senior managers in higher education institutions are actively leading strategic policy development and decision-making in their institutions, the distraction of a more complex regime of governance could lead to a position where governing bodies are taken 'out of the loop' on the development of strategy. To illustrate this point, Useem and Zelleke (2006) reported how, in one US company they studied, the chief executive had cut the number of board meetings from seven to six, saying, *'I've been spending too much time with the board, especially with the advent of Sarbanes-Oxley....Simplification of process has to evolve so that we can figure out what's important and what's not and really be focussed on high leverage activities'* (p.10).

Cutting and Kouzmin (2002), defining a decision as, *'a judgement, assessment or cognitive commitment to a particular knowing'* (p.28) identified three phases in group decision-making. It was suggested that groups moved from an individualistic approach, through a dimension of group understanding to a position of group judgement. The 'group understanding' phase relied upon an in-depth assessment of the issue in question. The 'group judgement' phase was, *'focused on the need to appreciate the particular reality of the complex, rapidly changing environment and decide what is right to do in the circumstances'* (p.29), because the complexity of decision-making had reduced the time available for analysis and understanding. As a consequence, the interpretation of complex environments and information in order to allow 'group judgement' decisions to be made had to be taken out of the group's role and conducted elsewhere within the organisation, perhaps even amongst the executive team. In this way, key issues could be subject to a different priority for agenda initiation than that desired by the governing body, or even denied access to the policy agenda (Cobb and Ross, 1997).

There are, of course, problems with the application of theoretical approaches to decision-making in the real world practice of governing, helpfully summarised, in the context of the study of school governing boards by Deem, Brehony and Heath (1995b, pp.112-114). These include the assumption that decision-making is a rational process, that agenda setting and non-decision making can be more subtle indices of power (but, in the latter case, are difficult to capture), that many decisions are necessarily incremental and that aspects of organisational culture, such as the degree of risk that

the institution is willing or able to accept, can influence decision-making as much as those of the personal value systems of governors.

Decision-making in higher education institutions is also widely believed to be problematic because of the complex nature of system and the many demands placed upon it (for a review of which see, Hammond, 2004). Yet, decisions need to be made at all levels, not least about the matters that concern the governance of higher education institutions. A greater plurality of the power relationship in higher education sometimes becomes dominant at this point, and restricts capacity for change. Collis (op cit) noted how hard it is for governing bodies to say 'no' in universities and colleges under current governance structures, and that clarity of purpose is essential if the governing body is to exercise this right. In his view, *'We can always gain support for an initiative from multiple constituencies by promising to do something for them at a later date. It is much harder to get consensus around stopping an activity and absolutely harming someone'* (p.68). There are, however, exceptions. Pusser (2003) reported, for example, the case of the University of California, whose politically motivated Board of Regents, in 1995, threw out a long-standing and widely supported policy of affirmative action in admissions, contracting and hiring, a decision that, *'could not easily be explained using an interest-articulation framework'* (p.128).

Pusser (op cit) also noted how Baldrige's study of NYU identified organisational process, institutional subgroups, internal interests, coalition-building and bargaining as key features in a pluralistic organisational decision-making context, where administrative leaders served as 'boundary spanners', who mediated, or articulated, between internal and external constituencies. Pusser recorded how Baldrige later amended his model to give more attention to external context, internal agenda control, interest groups and legitimate authority in the decision-making process, but that, although shaped by external factors and interest groups, the process was considered to remain largely internal and administrative (Baldrige, Curtis, Ecker and Riley, 1978).

In their study of decision-making in European institutions of higher education, Goedegebuure and de Boer (1996) concluded that, in Germany, central administrators played a less active role in decision-making than central councils (which were the most active from the six countries studied). The UK was distinctive because of the way in which academic and central administrative participants played a greater role in decision-making than central councils, faculty administrators and faculty council members. The study also looked at features within decision-making processes, where the UK was found to be, *'characterised by less consultation, consensus, [a] high*



*number of conflicts, bargaining, decentralisation, informality, interest group participation, rivalry and time-consuming decision-making' (p.169).*

Whatever the decision-making approach, key players within an organisation are in a position to determine when major issues are moved from the informal to the formal agenda, and the way in which 'backstage' preparation, such as negotiation and influencing, outside formal decision-making systems, is conducted. Take the view of Smith *et al.* (1999), for example, who noted in their study of the role of vice chancellors that:

*'Not surprisingly vice-chancellors are sometimes involved in secret and delicate negotiations with financial and legal advisors about the likely effects of certain courses of action. Such negotiations often took place away from the gaze of the formal apparatus of institutional governance, though we have no reason to suppose that key members of management and the governing body were not aware of the actions of their chief accounting officers' (p.300).*

The management of decision-making by the executive can therefore take a number of stages, ranging from 'agenda initiation' to the process of establishing support by informal means to determining which issues, and information, should be presented for consideration by the governing body. At this stage, high quality information is essential to the decision-making process, and its provision is one of the key functions of the secretary's role. As Nunes (2005) suggested:

*'When the board makes decisions, it does so based on information gathered and received – leavening, filtering, dissecting and reassembling it in conjunction with each member's knowledge, expertise, experience and skills.'*

In a study of large US, Canadian and UK financial services companies and UK and European non-financial services companies, Useem and Zelleke (op cit) investigated the way in which it was decided which issues would be put to the board and how the board's agenda was set. Whilst interview data was gathered from members of the executive or non-executive directors, the majority of 'informants' were corporate secretaries. They reported that most companies in the sample had established annual calendars and about two-thirds had additional guidelines to determine which items were reserved for the board and which were delegated to the executive.

They found that executive judgement was relied upon in what the chief executive and other senior officers presented to their directors, and that, *'Despite board retraction of some of its delegated authority in recent years, made more explicit through the annual calendars and decision protocols, much of the top decision making still remains largely in the executive court'* (p.8). New issues presented to the board were often included in the chief executive's report at the start of the meeting. Chief executives either decided what should be included, or consulted with their legal advisor about what would be considered 'material', in terms of its potential impact on the company. In a few cases, a more structured approach involved the consideration of major risks through a system of risk committees, and management would determine, based on the committee reports, which should be brought to the board's attention. Other executives learned what boards wished to have presented based on previous experience, by routinely asking their boards for feedback or by following an iterative agenda-setting process.

Whilst there are undoubtedly differences in the processes of deciding what information should be presented to the board, there are also issues about how decisions are shaped and taken in the boardroom. In both instances there is little research on this topic, particularly in higher education, but there are examples from the setting of company governance. Carter and Lorsch (2003) suggest that the way in which board members interact, with themselves and with their executive, is a consequence of several factors, including the board's membership, structure, processes and culture. Research by van Hamel *et al.* (1998) noted, for example, that there were a number of widely agreed, but unwritten, 'codes and customs' that operated in the boardrooms of companies in the Netherlands, but that there were different views about such matters as whether or not difficult issues should be addressed within or outside the boardroom, whether possible controversy within the executive team should be allowed to become visible during board meetings and whether direct or diplomatic language should be used in board meetings. Samra-Fredericks (2000a; 2000b) employed ethnomethodological/conversation analysis techniques in the boardroom setting and later (2003) in research on 'strategists-at-work'. In her strategists study she noted that effective performance was relational, situation/context bound and talk-based, but also required interpersonal dexterity to effectively influence strategic direction. It seems likely that such dexterity is also required in the networks that can be seen between key officers of the governing body.

Kilduff and Tsai (2003, p.5) suggested that, *'Networks exist not only as sets of cognitions inside the heads of individuals in organisations, but also as structures of constraint and opportunity negotiated and reinforced between interacting individuals.'*

*People tend to rely on others in their networks for help in making major decisions'. They also noted the, 'unrealised potential for looking at two-and three person units within network structures' (p.6), referring to the three person group, or 'triad', as the building block of informal networks, because it can make possible coalitions, mediations and other sociological processes. They reported how Krackhardt (1999) had suggested that triads could suppress individual interests, reduce individual power and moderate conflict because of the potential for coalitions between two members to outvote the third, or conflicts between two members to be addressed by the intervention of the third person. In calling for further ethnographic work on network formation and change, they proposed that future research might include a greater emphasis on cognitions about networks, or how, 'the relatively invisible bonds that bind individual actors together in the absence of legal contracts' operate and, 'why some ties are regarded as trustworthy by some actors but not by others', particularly in relation to, 'the trust-based governance systems that substitute for formal legal ties in and between organisations' (p.129).*

#### **2.4 Combining role context, relationships and influence: The governing triad, and the role of the secretary within it**

A social network triad is seen most clearly in the practice of higher education governance between the chair, the head of institution and the secretary of the governing body. The relationship is not, however, widely documented in the research literature, where the dyadic unit of the chair and head of institution (and more particularly the Vice Chancellor) seems to have received most attention (Bargh, Scott and Smith, 2000; Wilson, 2005). Yet the role of the governing body secretary has a special place in the balance of relationships, influence and decision making in the higher education context.

Hall (1994), writing about the newly formed further education corporations noted the importance of the secretary's role in, *'keeping the relationship between Governors and the Principal well-oiled, as the experiences of many universities has demonstrated'* (p.190), while suggesting that the role was likely to develop in importance as the sector evolved, a position now recognised in Shattock's (2006) most recent work.

On the other hand, sector guidance for secretaries (HEFCW, 1997), suggested that the role was analogous to that of a company secretary, responsible to the corporate body of governors and not directly to the head of institution or chair of the governing

body. It noted the key role held by the clerk/secretary in helping ensure the proper conduct of the governing body, and, in so doing, that the secretary should,

*‘....remain detached from the discussions and decisions of the governing body and its committees, not participating in them except to give advice on procedural and other issues or, when the occasion demands it because of his/her responsibilities, as a member of the senior management. The clerk also needs to be able to act as the servant of the governing body, and must in that capacity be able to preserve independence from the management of the institution despite the need to participate as a member of the senior management’ (p.3).*

Whitchurch (2005) reported how a service ethos was still present in the administration of university management, and that there was, *‘a duality in that professional managers need to be able to lead both from behind and in front, and be sensitive enough, personally and politically, to know what is appropriate for the occasion’* (p.11). In the case of governance, such occasions are not limited to formal meetings. The secretary of the governing body must be constantly aware of the duality of their position, the potential for conflicts of interest, the way in which they influence, during the course of their work and in their role as a ‘servant’ and a ‘leader’.

Greenleaf (1991) could be said to have captured the requirements of the role in his ‘servant-leader’ model, which involved a principle-centred approach to leadership, based on mutual trust and respect (Buchanan and Badham, 2004, p.138). Greenleaf said that:

*‘The servant-leader is functionally superior because he is close to the ground – he hears things, see things, knows things, and his intuitive insight is exceptional. Because of this he is dependable and trusted. And he knows the meaning of that line from Shakespeare’s sonnet: “They that have power to hurt will do none....”’ (p.32)*

The HEFCW guide underlined the point about the need for propriety, confidence and trust between governors and the secretary, when it advised that, except when dealing with the secretary’s appointment, conditions and remuneration, or other issues where the secretary was involved, it would be, *‘unwise for a governing body to exclude the clerk from any of its business’* (p.4). It further noted that the role was:

*‘Such that it will need to be undertaken by a senior member of staff. The individual who holds the post of clerk needs to have a close understanding of, and engagement with, the key business of the institution, which is not possible without involvement at a senior level within the management of the institution. He or she also needs to have sufficient knowledge, expertise and standing within the institution to carry sufficient weight and authority on governance issues with senior colleagues and governors.’ (p.4)*

Martin and Scott (1997) reached a similar conclusion in the context of US higher education institutions. They suggested that the role of secretary required a high degree of self-motivation, excellent interpersonal skills, a demonstrated commitment to the institution, tact and diplomacy and unquestioned personal and professional integrity. The extent of trust in the role, in their view, extended to the whole institutional environment, where the secretary might be expected to act, *‘as an honest broker among the campus communities’* (p.7). Others warn, however, of the potential of such a task to put the secretary in a vulnerable position between governing body members and campus constituents and suggest that, in these situations, a close working relationship is required with the head of institution to help manage the process (Chandler, 1996).

The secretary might also, on occasion, be required to act as an honest broker amongst members of the governing body, facilitate communication between the governing body and head of institution (Hicks, 1993a; Chandler, op cit) and deal with conflicts between governing body members, between members and the institution or even with individuals who are not members of the board (Hicks, 1993b). On other occasions, the secretary might be expected to act as ‘gatekeeper’ to governing body members (Clark, 2003) and handle communications with them from internal and external constituents. In terms of managing governance within the institution, the secretary’s role is pivotal. It can include participating in, or even leading, processes of board reflection and change that set the values and practices expected of the rest of the institution (Hill, Green and Eckel, 2001) and involve the bringing together of the wider executive and the governing body in strategic planning (Calareso, 2005). The introduction of new governance responsibilities, such as the accountability of university external fundraising (Riley, 2005) and the use of new governing techniques, such as electronic board meetings (Johnson and Finkel, 2005), will undoubtedly fall for implementation to the secretary.

With the assistance of the secretary and other senior staff, the promotion of greater interaction between governors and the institution's staff and students is a way in which sense-making, shared experiences and the development of shared meaning amongst governors can be used to improve 'generative thinking' within the governing body (Chait, Ryan and Taylor, 2004). Equally, the secretary might be involved in promoting links between the governing body and external agencies, either in relation to institutional business or where governor development and training can provide an opportunity for governors to meet their counterparts from other institutions and share experiences in their roles. Engaging governing body members in the wider life of the institution and the sector is necessary because the new regime of self-regulated accountability, *'calls for an understanding on campus that the definition of collegiality cannot exclude those charged with the preservation and deployment of institutional assets in ways consistent with strategic intentions'* (Metz, 2006, p.32).

Much of this work, of course, takes place outside the formal setting of the governing body meeting, where the triad must generate an environment that can support the concept of, *'People of goodwill cooperating to further the goals of their institution...'* (Martin *et al.*, op cit, p.9). It is here that the principles of relationship building, the exercise of power and influence, agenda setting and decision-making are put into practice, and where important aspects of the secretary's role, to be explored later in this study, are likely to contribute to the effectiveness of the governing body's work.

## **2.5 Conclusion: What lessons can be taken from this review into the empirical stages of the study?**

The literature review was expected to provide an insight into a range of research that would add context to the Study Aims outlined in Chapter 1. In addressing Study Aim (b), the review noted the growth of the importance of governance and associated 'soft-law' accountability mechanisms across the private and public sectors, including the codification of higher education governance, over the last 10-15 years. These mechanisms have been used to improve standards, counter failures in governance and improve public trust in the operation of major institutions. It also pointed to an increasingly complex environment for higher education governance which is likely to have made governing bodies more reliant on the technical advice and support provided by the secretary, and on the secretary's role as an intermediary in governing relationships.

It emerged that to promote effective governance, but more particularly governing, it is necessary to create a climate in which undue power and influence is moderated by the proactive management of multidimensional relationships, not only between the key players of the governing body, but also between the governing body and the rest of the institution. The ebb and flow of these relationships requires the exercise of 'skill and will' (Pettigrew *et al.*, 1995) by the secretary as well as the members of the governing body. In this study, however, it appeared that much of the practice would be seen around the boardroom and not simply within it, particularly where the secretary had a wider senior management role within the institution and needed to juggle the inevitable conflicts of interest that arise from dual responsibilities. The exercise of influence by the secretary outside the boardroom could, therefore, be expected to be a key factor in creating, managing and controlling governing relationships to help structure the governing body's decision-making.

The review also revealed, however, that there is little known about the practical realities of the operation of higher education governance and the role of key individuals within it. Available research clearly emphasises the importance of forging effective relationships within and around the governing body, but these mostly focus on those between the head of institution and the governing body. A second strand of relationship research looks more broadly at the way in which governing bodies and executive teams interact. Both approaches suggest that there are positive and negative features in these relationships, and it is here that the 'bridging' role played by the secretary could be important in the management of institutional governance, even though this role does not, to date, feature strongly in higher education governance research. The review therefore goes some way to supporting the hypothesis in Study Aim (a) that the role of the secretary may have been underestimated and requires further consideration.

Finally, it was suggested that a closer analysis of the theoretical influences on the framework of governance within which the secretary might be expected to work, and the way in which key relationships, influence and decision-making could impact upon the role, might help open up these elements of practice. A complex picture emerged. No single theoretical stance could adequately explain the particular features of governance and governing in higher education, or the role of the secretary within it. Aspects of the display of power in the managerial hegemony tradition seemed to be a focus of the education governance literature, for example in the way in which governing bodies were 'controlled' by the information provided (or not provided) to them, often by a strong head of institution. The growing importance placed on

effective governance by UK higher education funding agencies has redressed, to some extent, the balance between the authority expected to be demonstrated by governing bodies and that of the executive. But the literature also pointed to the independent role of the secretary who, even as a member of the executive, is required to act as its advisor, on behalf of the governing body, and, sometimes, even as a moral conscience in the conduct of institutional business.

It was therefore necessary to look outside the single tradition and consider theoretical pluralism to underpin the empirical work necessary to address Study Aim (c). When looking at the influence displayed in the role, and, in particular, the way in which the secretary works with the governing body chair and head of institution, Cornforth's (op cit) multi-paradigm paradox approach, with a focus, in this instance, on ways in which a productive tension between controlling and partnering can be created and managed in the relationship between the governing body and the executive, appeared to be the most useful frame of reference. Cornforth suggested that single theoretical perspectives took little account of contextual factors, and, because the secretary's position was known to differ within the sector the use of this approach meant that, at least, issues of context could be considered. In this way, the approach also allowed a 'practice-based' focus to be maintained for the later stages of the study, whilst enabling elements of multiple theoretical positions to shed light on the complex environment that the secretary must navigate.

Researchers have tried to capture this environment in the form of models, or numerical techniques that describe the effective board or governing body (see, for example, Hilmer and Tricker, 1994; Weir and Laing, 2000; Cornforth, 2001). However, these approaches tend to concentrate on issues of process, or the controls that boards must have on the actions of the CEO or the wider executive. Models matching governance practice to process and outcomes are rare, and those including the secretary even more so, though studies that mention the contribution made by board staff in the US higher education sector are beginning to emerge (Kezar, 2006). To address this problem, it was necessary to develop a new approach based on the three main lines of investigation used in this study: the context of the secretary's post, elements of the activities and key relationships exhibited within it and the relative influence displayed in those key relationships. The possible existence of a governing triad, and differing roles within it, suggested that a focus in this area could help combine thinking on 'what boards do' with that of 'who does what' and 'how they do things' to begin to shed light on issues concerning the people behind the process, and to address the problems identified by Pye and Pettigrew (2005). The development of the model, discussed



further in Chapter 3, was seen as an early way in which the governing triad, and the role and influence of the secretary could be explored in greater detail.

## **CHAPTER 3**

### **RESEARCH DESIGN AND IMPLEMENTATION**

#### **3.1 Developing the research strategy: Issues of methodology and the multi-method approach**

The aims of the study, identified in Chapter 1, were:

- a) To test the hypothesis that research on higher education governance has, to date, underestimated the importance of the part played by the governing body secretary in the ‘doing’ of governing;
- b) To identify the nature of the current role of the governing body secretary in the practice of UK higher education governance, and to describe, in particular, the influences that may be exerted by the secretary on the work of the governing body;
- c) To develop a conceptual model and conduct empirical research to address the aims summarised above.

The review of the contribution of the governing body secretary in UK higher education, provided in Chapter 1, and the literature review in Chapter 2, helped establish that there was a need to understand more about the secretary’s role and influence. These factors had not previously been the focus of empirical research and so a research strategy needed to be developed to conduct an investigation that would shed light on Study Aim (b). This required consideration of the relative merits of a fixed (or quantitative) or flexible (or qualitative) research design. The former would normally involve the pre-specification of the research design before data collection (Robson, 2002), limiting the ability to gather real-world experiences of governing body secretaries when dealing with the complex nature of their role. With flexible research designs alone, which might typically involve interviews or similar qualitative methods, there would have been difficulties in obtaining representative data and a more limited case study approach would have been required. A multi-method design was therefore chosen, using a non-experimental fixed stage to gain information from a wide sample range and a flexible stage to explore more detailed aspects of the work of the secretary.

In the first stage a variety of methods could have been used, including, for example, wide-scale interviewing or documentary analysis, but these would have involved

considerable time and resources. A telephone survey would have posed problems of researcher time, access and the ability to record accurate responses to open-ended questions. Participants could have been asked to complete a diary of their governance activities over a particular time period, but this would not have identified factors in their approach to governance, and could have been unreliable across a wide survey population. Alternatively, a self-administered postal questionnaire could have been used. Whilst this approach would have had the advantage of being efficient and could have provided for anonymous responses it also had a number of disadvantages, including the difficulty of obtaining an adequate response rate. Feedback from my earlier governance research with secretaries suggested that participants would prefer an online instrument, and there appeared to be advantages in the distribution and collection of the survey results with this technique. To obtain information effectively and efficiently, a web-based survey approach was adopted, using a fixed, quantitative design and the collection of data in a standardised form.

A variety of research methods were also considered for the second stage of the investigation. An observational approach was rejected because of the difficulties of obtaining regular access to governing body meetings and being able to use the results without restriction. **An earlier attempt to gain access to an organisation's board meetings had been positive but only on the basis that the research findings would remain confidential for several years.** Additional problems associated with this approach included the validity of overt observational studies of group dynamics, because individuals could alter their behaviour **with the group** whilst being observed; resource limitations in terms of time required from the researcher and the subject; the limited scale of the study that would be imposed by the number of institutions that could be covered; and the need for such an approach to be longitudinal in nature, in order to capture significant events. This is not to say that such observational work is not without its merits. A major investigation of active citizenship in the governance of schools (Deem *et al.*, 1995a) combined a variety of theoretical and disciplinary perspectives with longitudinal observation and other research techniques to determine who took part in school governance, how they dealt with the role and the sources of knowledge upon which they drew in the course of their work. Their study was, however, supported by major external funding and involved a team of researchers from outside the schools sector at a time of major governance reform. These factors are likely to have made access to school board activities, and the range of individuals involved, somewhat easier.

Another potential approach was the content analysis of institutional documents. Governing body documents, prepared for the institutional record, but also for public consumption, would not necessarily reveal, on their own, the true extent of influence exerted by the secretary because other factors come into play in the preparation of papers, the dynamics of the governing process and the implementation of governing body decisions. It seemed unlikely that other **non-public documents** would be readily available.

The most appropriate technique for this stage of the study appeared to be in-depth interviews, **although it was recognised that this approach would also present difficulties in ensuring that the interviewees did not alter their behaviour or responses during the interview process. A qualitative approach was expected to complement the more quantitative style of the initial survey, to clarify and illustrate the meaning of the survey findings and provide accounts of how governance systems had developed and how they now operated.** This approach was supported by Byrne (2002), who suggested that quantitative and qualitative modes of investigation should be combined as, *'The basis for social action'* (p.ix).

Interviewing techniques have a number of typologies, but that used by Robson (op cit, p.246), based on the work of Powney and Watts (1987), provided a succinct classification. In this typology, interviews are classified as:

- Respondent interviews, where the interviewer directs the discussion and the interviewee responds to questions;
- Informant (or non-directive) interviews, where the interviewee guides the conduct of the interview and the interviewer takes notes as appropriate.

The senior positions of the interviewees and the time that they were likely to wish to devote to the study, together with the need to ensure that the study was perceived as valid, professionally conducted and of future use to the participant, meant that an informant interview approach was unlikely to be successful. At the other extreme, a structured approach to the interview might have proved too rigid because it could have prevented new areas of interest being explored had they arisen during the course of the interview. The interview sites were to be chosen because of their ability to provide in-depth coverage of issues identified in the stage 1 survey. It was therefore essential for the interviews, as a minimum, to address these issues, whilst allowing interviewees to identify other matters that could be of interest to the study. Kezar (2006, p.980) noted how, in her study of US higher education governance, the interview was used as

a point of departure, and that with 'elite' participants it was important to allow the interviewee to determine, in part, the course of the interview. A semi-structured face-to-face respondent interview technique was adopted, so that information gathered from the stage 1 survey could be explored in more detail but some flexibility could be brought into the interviewing process, to discuss other areas of governance practice identified by the interviewee.

The choice of a multi-method strategy (Bryman, 2001) is not without its difficulties. Strauss and Corbin (1998) noted the problem of the sometimes, '*dogmatic positions often taken in favour of either qualitative or quantitative research*', but suggested that, '*combining methods may be done for supplementary, complementary informational, developmental and other reasons*' (p.29). There is a further distinction drawn between advocates of triangulation, where different methods are used to study the same problem, and those who see the results of mixed methods as broadly complementary (Brannen, 2004). In the latter case, it is suggested that whilst not providing direct corroboration, the findings from different datasets can be compared to shed light on the research question (ibid, p.319) and to contextualise larger-scale data (ibid, p.322). An equivalent status design (Creswell, 2002) initially seemed appropriate for this study, where the quantitative and qualitative methods would be treated equally to try to understand the issue under investigation. However, the extent to which quantitative and qualitative influences pervaded the research process, from the research design to the methods chosen to analyse and draw inference from the results, suggested that the approach would be more akin to the parallel mixed model proposed by Tashakkori and Teddlie (1998).

Such a focus on the research question also suggested an orientation towards pragmatism (ibid, p.20) rather than an outright stance of positivism or constructivism in the approach to this research. A conceptual model, used as a heuristic device but based on the adaptation of previous findings and knowledge of the work of the governing body secretary, was thought to be able to provide a framework for the planning of research. The approach allowed objective and subjective epistemological orientations to be used over the course of the study (ibid, p.25) a feature necessary in multi-method research, where inductive and deductive inferential approaches need to interchange during the research process. Given the view that quantification identifies only measurable change and not causation (Sayer, 1992) qualitative analysis was required to, '*provide descriptive meaning so as to explain causal mechanisms as well as to add direction to that causation*' (Johnson and Duberley, 2003, p.169). It was therefore proposed to analyse the results in a variety of ways, using both quantitative

and qualitative approaches, but also allowing, in this case, the qualitzing of numerical data to construct a narrative description of groups under investigation, and basic quantitizing of some elements of the interview data to compare with information obtained via the survey.

A shortcoming of this approach was that any causal relationships identified during the course of the study would not provide a universal 'truth'. The complex phenomenon of higher education governance seemed unlikely to conform to such an outcome, not least over time and in the context of changing personalities and relationships within governance systems. But, the aim of this study was principally to find ways to inform the practice of governance and so, like Tashakkori and Teddlie (op cit, p.29), a '*cautiously optimistic pragmatism*' was adopted to guide the study strategy and develop the research findings to a position where causation could be explored but its limits recognised. It was also realised that the values held by the researcher, as a governance practitioner, would have to be carefully managed at each stage of the project to ensure that bias in the research approach was minimised. Later sections of this chapter outline the approaches that were taken.

The order in which the elements of the fieldwork were planned was also important. Whilst the preferred route in some studies would be to conduct a series of interviews to determine the issues to be investigated in a survey, the opposite approach was taken in this case (Brannen, op cit, p.324). This was thought necessary because so little is known about the practice of higher education governing that the selection of interview sites before obtaining some indication of the wider operating environment would have been problematic. Not only could there have been difficulties in gaining access, but the sites might not have been exposed to, or interviewees willing to discuss, important aspects of the study, such as the handling of conflicts of interest or the management of difficult relationships with other key players in the governing body. Conducting the survey before the interviews allowed the existence of issues such as these to be tested so that they could be explored further during the interviews.

It should also be remembered that the survey population was relatively small and many participants were likely to be known to each other, or at least be members of the same professional organisations. Had the interviews been conducted first, it might have led to more sensitive topics under investigation being 'leaked' before the survey took place, with the consequence that the survey results might have been altered or that fewer people might have participated. Finally, the survey provided background material for 'informed' interviews to be conducted, so that survey responses could be put into

context and basic questions about the structure of the institution's governance could be avoided. As a result, it was hoped that a degree of trust would have already been established between the interviewee and the interviewer, allowing the interviewee to be frank about their experiences in the relatively short time that was likely to be available for the interviews.

It is recognised, however, that there were also inherent problems with this approach. Firstly, the selection of interview sites may have been subject to bias on the part of the researcher. The method adopted for the selection, which is explained later in this chapter, addressed this concern. Secondly, the prior knowledge of the institution gained from the survey may have skewed the interview approach towards particular issues. In some ways this did occur, but only because the survey enabled follow-up questions to be asked. On the other hand, there were no particular problems in dealing with the question set apart from the ability of chairs and heads of institutions to rate aspects of influence, as described in more detail later in this chapter. Finally, it is possible that the survey, based on a conceptual model developed by the researcher, could have been biased by the researcher's preconceptions about the secretary's role and influence, leading to interviews that were similarly biased in terms of the issues under investigation. It could be argued that this would also have been the case if the interviews had been conducted first, unless they were completely unstructured. The benefit of working with the survey in the first instance was that it exposed the researcher's thinking to a wider set of people so that any inherent bias, or 'argument building' could be identified at an early stage. The pilot of the survey, described later, also proved helpful in obtaining feedback on whether or not the survey question set was comprehensive, appropriately structured and/or biased in any way.

### **3.2 Conceptualising the role of the secretary and identifying potential elements of role and influence**

Two principal research questions, related to Study Aims (a) and (b), were defined:

- a) What is the nature of the current role played by the governing body secretary in the practice of higher education governance and governing?
- b) What are the major influences that may be exerted by the secretary on the work of the governing body?

To address these questions a conceptual model was created to describe the range of potential roles and areas of influence held by the secretary. The model, shown in Figure 2, presents elements of practice in 'groups' derived from guidance provided to

governing body secretaries and personal experience of the researcher. The model also drew upon the framework provided by the controlling and partnering paradox described in Chapter 2 (Cornforth, 2005b). This was evident, for example, in the extensive range and varied nature of the working relationships that was expected to be seen between the secretary and members of the governing body (as shown in the relationships group), the advisory role played by the secretary versus that of 'shaping' the information used by the governing body (as shown in the 'governance in action' group) and the influence of the secretary in key processes such as nominations and induction even though they are not formally a member of the governing body (as shown in the governance system group).

The complex nature of the role is indicated by the links between the various elements in the diagram. These take a number of forms. Some may be formal, as between the *nature of the role* (an element in the Personal/Role group) and the contribution made to *determining governance systems and structures* (an element in the Governance Systems group). Others may be informal, or judgement-based, such as the way in which interactions take place between key members in the governing process when dealing with elements in the 'Relationship' and 'Judgement' groups. Yet others may be operational, working at either the formal or informal level, or have a greater emphasis on accountability mechanisms within the institution. The judgement links in Figure 2 demonstrate how pervasive this theme can be, ranging from the management of governing body relationships to the ability, on occasion, to stand up to senior figures when dealing with conflicts of interest or a governing body that wishes to act outside its terms of reference. It was also apparent that cross-cutting themes of the context of the role, relationships and influencing, identified towards the end of Chapter 1 and considered in Chapter 2, underpinned many of the elements and groups identified in the model. To use a simple analogy, the elements and groups were the data and applications on a computer desktop, familiar to the average user or learned over time. The themes were the largely unseen operating system, essential to the smooth running of the machine but taken somewhat for granted unless the system needed to remind you about something, failed or received the occasional upgrade for which retraining was required; in this case, a change in the head of institution or chair.

A conceptual model of a particular function or set of operating circumstances may be problematic. The first issue is the over simplification of the 'real world' that the model is attempting to represent. Each factor, or even a particular element within it, could, at a particular time, be dominant and alter the way in which the influence of the secretary is



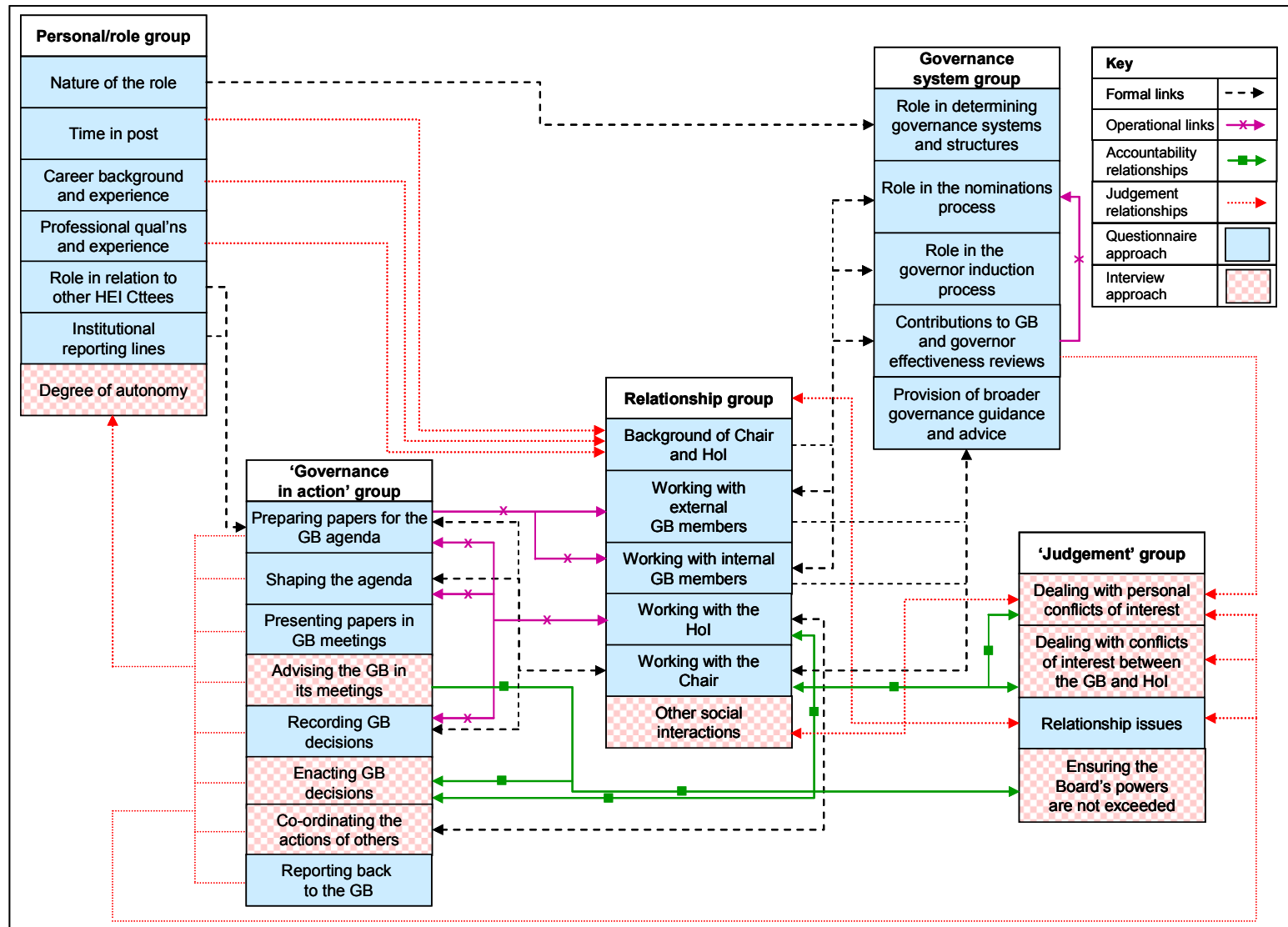


Figure 2: Key factors in the role and influence of the governing body secretary

perceived and acted upon by the governing body. Other factors are difficult to analyse with any degree of certainty. These include, for example, the perception of the role of the secretary by other staff within the institution, which might be unreliable because of the difficulty in separating these perceptions from those of other institutional roles held by the secretary. The view of the governing body at a particular time may also be significant. The secretary may often be in the front line when reporting on certain functional issues because of other responsibilities they hold within the institution. For the secretary to report honestly, and to properly separate their responsibilities to the governing body and those they hold in other institutional roles may then be difficult. Whilst the personal integrity of the secretary is a fundamental requirement in the role, it does not easily lend itself to investigation. To illustrate this, although members of higher education governing bodies, including the secretary, are encouraged to follow the principles of public life (Committee of Public Accounts, 1994) there is no objective test that can prove that they are being followed or that they influence individual or collective decision-making in the conduct of governing body business. Nevertheless, there are cases where the integrity displayed in the secretary's role can be shown, by proxy, in their management of cases of conflicts of interest. Examples of this aspect of governance were therefore explored in the field research. Despite these shortcomings, the framework, building upon topics identified in the literature review, proved effective in identifying major factors that could be researched. In particular, elements of the triadic relationship between the secretary, head of institution and chair, identified in Chapter 2, could be seen in the activities undertaken by these key players.

### **3.3 Ethical review**

As the research strategy developed it was necessary to consider the ethical implications of conducting the research. An ethical review was required for two major reasons. Firstly, it was important to ensure that the project was conducted with sufficient ethical awareness to justify the method of enquiry and the professional standards applied to the study. Secondly, it was necessary to consider the way in which the researcher brought to the project aspects of his own history, philosophy, aims and ethical priorities (Johnson *et al.*, 2003, p.188) and how these could have influenced the research approach and the results of the investigation. The higher education sector has seen a growing debate about ethical practices and behaviour, most recently in guidelines for addressing ethical issues in higher education that extend the principles of ethical review beyond its application in the conduct of research (CIHE, 2005). The desire to encourage strong ethical values has also been apparent, for some time, in the US higher education system, where trustee guidance on ethics and

values notes that, *'Integrity has a short shelf life. An institution's reputation....can be cancelled out quickly by ethical missteps or breaches of truth'* (Corts, 1998, p.2). Both the UK and US systems reflect an increasing emphasis on transparency and accountability in the field of corporate governance. Given that this project concerned the role and influence of key players in higher education governance, and involved aspects of the ethical values and problems faced by these individuals, it was incumbent on the researcher to ensure that the highest possible ethical standards were maintained in the construction and execution of the study.

The ethical review was conducted in two parts. The first involved an assessment of the research approach against the ethical guidelines produced by the Social Research Association (2003) and other related guidance prior to the launch of the pilot stage 1 survey. The review covered the entire project, but focussed on the survey and issues of access and contact with survey participants. The second involved an update of the ethical review, which took stock of the survey process but had a particular emphasis on the stage 2 interviews. Monitoring ethical issues through the research programme, and considering lessons learned from the stage 1 survey, proved a useful tool in the management of the project. It also enabled the researcher to consider further, during the project, issues of his own professional background and practice in the conduct of the research. This was particularly so in stage 2 of the project where the researcher's values and assumptions could have influenced:

- The questions asked of the participant, the interpretation of their answers and the recording and reporting of interview responses;
- The perception of the researcher by the participant, which could have altered the answers provided;
- The perception of the participant by the researcher which might have altered the tone of the discussion (perhaps by the use of non-verbal signals), and hence the interview responses;
- The availability of participant institutions to the stage 2 research population (eg if a participant had been known to the researcher to the extent that it would have altered the dynamics of the interview).

At all stages of the project, it was made clear that respondents would be able to decide whether or not they chose to participate in the research. In the stage 1 survey this principle, together with a commitment to keep the identities of the respondents and their institutions confidential, was set out in introductory material about the survey and in the instrument itself. The stage 2 interviews also required consideration of later

guidelines produced by the LFHE on the conduct of projects that formed part of its research programme (LFHE, 2005).

Although there are mixed views about the potential effect on access of obtaining a signature as evidence of consent, Wiles *et al.* (2003) noted that, '*There is an increasing expectation that researchers will gain signed consent from research participants and many researchers view it as important that study participants actively 'opt in' to research studies by signing consent forms*' (p.16). To address these points, a project summary and consent form was provided for each interview participant, and a post-interview data release form was used to ensure that interviewees had given consent for the use of their interview material for later publication (Appendix 1).

### **3.4 Data Collection: Stage 1**

#### **3.4.1 Selecting the stage 1 survey population**

The aim of this stage of the study was to gain information from a wide range of secretaries to assess the major influences upon, and methods used, in their role. The survey approach required initial consideration of the selection of a sample of individuals from a known population (Robson, op cit, p.230). Kinnear and Taylor (1991, p.393) considered the definition of a sample to include five essential components:

- **Element** – the unit about which information is sought;
- **Population** – the aggregate of all the elements prior to the selection of the sample;
- **Sampling Unit** – the element or elements available for selection at some stage of the sampling process, the selection of which can take a number of stages;
- **Sampling frame** – a list of all of the sampling units available for selection at a stage of the sampling process;
- **Study population** – the aggregate of elements from which the sample is drawn and from which inferences can be made.

Furthermore, Kinnear and Taylor (ibid, p.394) suggested that it was essential to define the population by reference to the elements under consideration, the sampling unit, the extent of the study and the time of the sampling. In the case of this study, the population was defined as:

- **Element:** Higher Education Governing Body Secretaries;
- **Sampling Units:** Higher Education Institutions funded by one of the 4 UK funding agencies;
- **Extent:** United Kingdom;
- **Time:** June/July 2005.

At the time of the survey there were 166 higher education institutions in the UK funded by HEFCE (129), SHEFC (19), HEFCW (14) and DENI (4). A small number of privately funded higher education institutions in the UK were not included in the target population because, whilst their accountability regime might have been similar in some respects (in terms of legal requirements, for example), in others it might have differed from publicly funded higher education institutions. Whilst there are also different requirements placed upon governance arrangements by each funding agency, most of the principles of governance within the target population were expected to be similar, with some exceptions in Scotland where SHEFC governance guidance is considered, by some, to be more directive (Cannon, 2001). Furthermore, the agency-funded institutions were expected to have applied CUC guidance in their governance practice, and therefore have a common benchmark for some governance processes.

A number of approaches could have been used to create a sampling frame from the 166 higher education institutions, although each would have had its problems. In the case of random sampling, Landesman (1999) noted that:

*‘Studies that rely on randomly selected samples provide typical cases of ‘inductive inference’. Induction is a method of fixing belief through sampling the members of a population. If the sampling is conducted properly we are then inclined to believe that the characteristics of the members of the sample in which we are interested match or are representative of the same characteristics in the whole population. We then have evidence in favour of statistical generalisation to the effect that a certain proportion of the population possess the characteristics in question.’ (p.135)*

However, a sample, random or otherwise, would have had to take account of the developmental history and structure of the higher education institution, its legal constitution, the role of the secretary and a wide range of other variables. A more structured sampling technique could have led this stage of the project to become a series of case studies, bound by institutional type, when a more general overview of the population was required. The selection of a sample of institutions would therefore

have been fraught with difficulties in constructing a sampling frame, particularly if the method adopted to select the sample had been regarded as biased or otherwise faulty. Given the size of the population there was also a risk that a sampling frame would provide only a small number of survey responses, thereby reducing the ability to generalise from this element of the project, and, in turn, the potential usefulness of the study in the development of governance practice. To deal with these points the study attempted to obtain information by way of a census, using all available elements of the defined population (Kinnear and Taylor, op cit, p.392), rather than take a sample survey approach.

### **3.4.2 Obtaining access to the 'elite group' of survey respondents**

Research amongst 'elite groups' can be notoriously difficult. Burgess (1991) noted that access must be, *'negotiated and renegotiated throughout the research process'* (p.43) and Odendahl and Shaw (2001) suggested that, *'Gaining permission to interview an elite subject typically requires extensive preparation, homework and creativity on the part of the researcher, as well as the right credentials and contacts'* (p.307). It was known that obtaining access to governing body secretaries, and achieving a good response rate, would not be easy tasks. Not only are such people overloaded with requests for information, but they may also have concerns about revealing aspects of their working practice that might be regarded as potentially harmful to their personal reputation or that of their institution. A considerable period was therefore devoted to communication with key sector individuals and organisations, with the aim of raising the profile of the research project so that participants would be forewarned about the nature and purpose of the study.

This was not a straightforward exercise. The complex nature of the higher education sector is reflected in the number of sector organisations that lay claim to an interest in governance. It will be evident from Table 2, which provides a summary of the main organisations and their recent work in this area that, during the preparatory stage of this project, there was a lot of national level governance-related work in progress. The place for a 'niche' study of one aspect of governance had to be established in the midst of this busy work programme.

Early contacts with the Leadership, Governance and Management programme at HEFCE and the Standing Conference of Principals (SCOP, now GuildHE) elicited support for the project. The opportunity was provided to present earlier research on governance in HE Colleges (Llewellyn, 2003), and a brief description of the new

project, at a SCOP Governance Network meeting in May 2004. An initial contact with the Committee for University Chairmen (CUC) in April 2004 led to a similar presentation at a workshop during the national launch of the CUC Guide in November 2004.

**Table 2: HE sector organisations with an interest in higher education governance**

<b>Organisation</b>	<b>Organisation represents</b>	<b>Recent work on governance</b>
Committee of University Chairmen (CUC)	Chairs of governing bodies in universities (but not HE Colleges)	Guide for Members of Governing Bodies of Universities and Colleges in the UK; Governance Code of Practice
Standing Conference of Principals (SCOP)	HE Colleges	HE College Governance Network; HE Governance website (adopted by the LFHE in 2004); Induction/Training Materials for HE Governors
Leadership Foundation for Higher Education (LFHE)	HE sector	Governor development programme; Research programme; established by UUK and SCOP
Higher Education Funding Council for England	HE sector in England	Leadership, Governance and Management programme; Good Management Practice funded projects on governance (SCOP) and risk management; Funds LFHE
Scottish Funding Council (SFC), Higher Education Funding Council for Wales (HEFCW) and Department for Education, Northern Ireland (DENI)	HE sectors in Scotland, Wales and Northern Ireland	Efficient Government Initiative in Scotland; Contributors to CUC guidance; Fund LFHE
Universities UK (UUK)	Universities across the UK	Good practice guidance for governing bodies and HE managers;
Association of Heads of University Administration (AHUA)	Heads of university and some HE college administrations across the UK	Governance Working Group
Association of University Administrators (AUA)	All university and HE College administrators	Special Interest Group on governance issues proposed

In parallel with these developments, the opportunity arose for endorsement of the project by the LFHE when it was awarded one of 13 research programme grants in December 2004. This enabled support for the project to be obtained from the Association of Heads of University Administration (AHUA) and the Committee for University Chairman (CUC). The CUC, LFHE, AHUA and SCOP later allowed their names to appear on introductory letters and the survey questionnaire. Cross-sector recognition was important to distinguish the project from other surveys conducted by these organisations. It was also vital, if the aims of the project were to be met, for

organisations from various sections of the HE community to support the study so as to encourage a high degree of participation.

It was also recognised that research on the role of the secretary in the UK context was very limited. International work was investigated, via contact with the US Association of Governing Boards of Universities and Colleges (AGB). This led to an opportunity to participate in the AGB Board Professional Staff Workshop in April 2005 and agreement that data from its 2004 survey of US secretaries could be offered, along with the results of the project survey, as an incentive to take part in stage 1 of the research.

### 3.4.3 Developing the online survey instrument

While the above contacts were being established the survey instrument was developed. Most elements of the model in Figure 2 were used to generate questions for the survey instrument (shown in the blue boxes in Figure 2), while a smaller number (shown in pink boxes in Figure 2) were reserved for the second stage interviews. The elements of practice that were explored fell into three main categories. These were the contextual, role management and influence factors summarised in Table 3.

**Table 3: Identifying the areas for investigation**

<b>Elements of practice</b>	<b>Detailed areas for investigation</b>
Contextual issues	<ul style="list-style-type: none"> <li>• The professional background of the secretary and how this influences the conduct of their role</li> <li>• The formal governance structure in which they operate</li> <li>• The informal governance structure in which they operate</li> <li>• Their relationship with other members of the governing body</li> <li>• Their degree of influence on governance systems within the institution</li> </ul>
Role issues	<ul style="list-style-type: none"> <li>• Their degree of influence on the design and shape of the work of the governing body</li> <li>• The way in which they prepare for governing body meetings, and the degree of autonomy that they have in so doing</li> <li>• The way in which they manage governing body meetings and events that occur within them</li> <li>• The way they have sought to contribute to improved governing body effectiveness</li> </ul>
Influence issues	<ul style="list-style-type: none"> <li>• Other roles they hold within the institution and how these impinge on their governing body work</li> <li>• The way in which they deal (or have dealt) with potential conflicts of interest arising from other institutional roles or their relationship with other key individuals</li> <li>• The way in which they guide the governing body on constitutional issues</li> <li>• The way in which they guide the governing body on other issues</li> </ul>



Feedback on an early version of the instrument was obtained from governance contacts at the LFHE and SCOP. In general, the response was that the instrument was thorough and covered the major issues. The survey had 29 question areas, with 33 question screens and 51 questions requiring, in some cases, a multiple response.

The issue of questionnaire length and its effect on response rates was difficult to resolve. A balance had to be struck between obtaining sufficient information to cover the 'life cycle' of governing body work while keeping the questionnaire manageable and interesting enough for participants to complete. For these reasons, a mixture of question techniques was employed, with as many pre-categorised answers as possible.

The validity of a questionnaire can be affected if the questions are not carefully composed and logically designed, and hence affect access because of the way in which the questionnaire is initially viewed by the recipient. The quality of presentation therefore had to be extremely high so that senior personnel would spend time completing the questionnaire properly and submitting their response. The questionnaire also had to stand out from many other requests for information in the way it was delivered to the intended recipient, assure the recipient about the importance of the survey and establish trust in the purpose of the research and the researcher's credibility. A web-based on-line survey appeared to address most of these issues.

On-line surveys are relatively new and research on the approach is still developing. The advantages of this technique, summarised by Bourge and Fielder (2003) are:

- The ability, subject to availability of accurate e-mail addresses, for the survey to be sent directly to secretaries, thereby helping to ensure its completion by the correct respondent rather than a third party;
- The relative ease of distribution and management of responses;
- Near simultaneous delivery, reducing, to some extent, external influences on respondents;
- A reduction of order effects, where the respondent reviews later questions, which leads them to alter their response to the question in hand;
- The relative ease, for the respondent, of returning the questionnaire;
- A reduction in the potential for multiple completions, which would lead to inaccurate survey results.

On the other hand, researchers have identified a number of potential problems with on-line surveys (Dillman, 2000; Bourge *et al.*, op cit):

- Computer literacy, and access to computer equipment, may not be consistent across the survey population, although these issues were not expected, in the context of the institutions being surveyed, to present major problems;
- Computer equipment and operating systems could vary between institutions, altering the on-screen image of the questionnaire, so its design had to be clear;
- The software must enable re-entry after partial completion of the questionnaire, in order to avoid respondents abandoning the survey;
- There may be a perception amongst respondents that an on-line questionnaire is less secure than a postal questionnaire, and this could alter responses to some questions;
- The response rate for on-line surveys is thought to be worse than for postal surveys, although it is thought to be generally higher than the postal method for professional membership organisations;
- Many higher education institutions use anti-spamming software that can prevent bulk mailing being received, and this issue needed to be considered in the distribution method for the questionnaire;
- Relatively little is yet known about the effect of on-line survey construction on response rates or the best methods to adopt for follow-up surveys to help improve response rates.

Methods to incentivise survey responses, for example by making a small pre-payment to respondents, can be used to improve response rates, but they may lead to problems of 'uninformed responses', where respondents deliberately guess an answer, so reducing data reliability (Saunders, Lewis and Thornhill, 2003). Apart from sharing the survey results, and those of the AGB survey, with respondents, incentives were not considered appropriate for this type of study.

The questionnaire was converted to an online format by an external contractor. The online version underwent a series of developmental iterations, to incorporate design, format and content improvements by the researcher, and to deal with technical matters. Most of the issues arising in this phase of development were related to the presentation of questions on-screen and methods to improve navigation through the questionnaire, both of which required testing in the field prior to the circulation of the instrument to the survey population.

#### 3.4.4 Piloting the survey instrument

A pilot survey was conducted to assess the 'face validity' of the instrument (Saunders, *et al.*, op cit, p.309) and to test its online delivery. It was important, given that a census approach had been adopted, to avoid exposure of the questionnaire to any of the likely participants. Odendahl and Shaw (op cit, p.307) noted that elite individuals who are centrally positioned, *'can direct the researcher to other individuals in his or her network, or agree to contact potential subjects and even make introductions on the researcher's behalf'*. This route was followed, via the CUC and SCOP, to identify 9 'recently retired' governing body secretaries to form the pilot survey population.

The pilot was conducted using the approach planned for the main survey. Each participant was contacted by letter describing the purpose of the study, the date on which they would be sent an e-mail with a link to the survey website and instructions on how to complete the questionnaire. A set of questions relating directly to the pilot stage was added to the instrument. These covered:

- The respondent's frequency of use of IT equipment and information about their type of internet access (both of which could have affected the completion time for the questionnaire);
- The time it took them to complete the questionnaire;
- The 'look and feel' of the questionnaire, in terms of font size, readability and ease of navigation;
- The clarity of questions asked in the survey;
- Other comments about the instrument or the research approach.

The pilot survey obtained eight responses. The main point of feedback was the lack of opportunity for respondents to describe the complex way in which governance worked within their institution. To address this point, sections for open-ended responses were added to survey questions where the subject area was likely to result in particularly complex answers. The introductory comments to the survey instrument noted that respondents could use the open-ended responses to explain their institutional context, and that these factors would be investigated further in the stage 2 interviews.

### **3.4.5 Management of the stage 1 survey**

A mailing list was compiled for the survey population using information provided by AHUA and SCOP, but it required completion by web-based research in order to identify, or correct, the names of some secretaries, their e-mail addresses and other contact information. A number of institutions were missing from the database, because they were not members of either organisation. These were identified from a HEFCE contacts publication (HEFCE, 2004) and funding agency websites, whilst further web-based research, together with telephone calls to several institutions, completed the relevant records.

An introductory letter was sent to the project contact list in mid-June 2005. This outlined the purpose of the project, the support it was receiving from sector organisations and the offer to share the results of the survey with those who responded. Telephone calls were made a few days later to all 166 institutions in the survey population to check that the letter had arrived and that the contact details were accurate. The verification exercise proved extremely valuable, in that it identified a number of errors in the original list, particularly in e-mail addresses, and helped raise awareness of the project, either directly with the governing body secretary, or with their immediate office assistant. In the latter cases, the support of key office staff, able to encourage participation in the survey, was undoubtedly an important element in improving the response rate.

The survey (Appendix 2) was launched by e-mail in late June 2005, with a two and a half week period for completion. E-mail reminders were circulated each week to ensure that those who had not responded remained aware of the survey. A balance was maintained between issuing too many reminders and trying to encourage responses. In mid-July, however, it became apparent from e-mail requests that because of the availability and workloads of some secretaries it would be necessary to keep the survey open for a few more days to enable some respondents to take part. A general announcement was issued by e-mail to the whole survey population to extend the survey deadline to late July 2005, at which point access to the website was closed.

A total of 126 responses to the survey were received. On further investigation it was apparent that a number of respondents had looked at the survey but had not completed any data fields beyond the initial introductory pages. In thirteen cases, usable data was not provided and the responses were removed from the dataset. In three cases, it was clear, from the IP (network) address submitted with the response, or a repeat line in the dataset, that the respondent had submitted two returns to the survey. In these

cases the most complete set of data was retained and the partially completed submission was removed. This left a study population of 110 unique responses, or 66.26% of the population.

### **3.5 Data Collection: Stage 2**

#### **3.5.1 Selecting the stage 2 interview population**

To investigate the environment in which the secretary was operating in greater depth, and provide better contextual information, it was necessary to conduct a more detailed analysis of a number of institutions. Deem *et al.* (1995a, p.10) noted that they adopted a similar approach, *'to generate deeper theoretical understandings than would have been possible using a survey method, as well as gathering more detailed data about the process of governing schools than would have been possible if we had relied on questionnaires or interviews alone'*. The stage 1 survey results were used to identify a number of practices, issues or events that could be followed up in stage 2, so as to incorporate more about the participants' perspective into the project's findings (Robson, 2002).

Stage 2 required a method of selecting a limited number of interview sites. The stage 1 survey had asked whether the secretary would be prepared to take part in the interviews, and this provided a group of 89 institutions that were initially willing to participate. Sampling was required because of time and budget constraints on the number of in-depth analyses that could be undertaken. A non-probability sampling approach was used. **Whilst this meant that statistical inferences could not be drawn from the interviews, some generalisations were thought to be possible.**

There are several techniques for the selection of non-probability samples, usefully summarised by Saunders, *et al.* (op cit, p.171). These include quota sampling, which is a method, like probability sampling, that attempts to represent the total population and has similar requirements for determining sample size. At the other end of the spectrum, convenience and self-selection sampling provide little control over the sample content. In between these extremes lie snowball and purposive sampling techniques. Quota sampling is more usually used in cases of large study populations where the population is likely to be stratified. Convenience sampling involves the random selection of participants until a required sample size has been reached, and snowball sampling relies upon the identification, by participants in the study, of further participants. These approaches would not have been appropriate because of the

need, in this study, to carefully manage access to interview participants. Self-selection carried with it the risk that only the most enthusiastic governing body secretaries would volunteer to take part in the interviews. Purposive or judgemental sampling allowed the use of researcher judgement to select cases that would enable the research questions to be addressed (Gobo, 2004), an approach suggested by Neuman (2000) to be appropriate for small samples where particularly informative cases need to be identified.

Saunders *et al.* (op cit, p.175) noted a number of types of case that could be selected. These were:

- Extreme case or deviant sampling, where data from extreme situations could provide a better understanding of more typical findings;
- Heterogeneous or maximum variation sampling where information about key themes can emerge, even from a small sample with wide variation;
- Homogeneous sampling, where the sample is based on a subgroup of similar cases so that the subgroup can be studied in more depth;
- Critical case sampling, where the sample can make a point dramatically or because it is important in understanding what is happening in the case so that logical generalisations can be made;
- Typical case sampling using an illustration from a representative case as part of the overall research project.

At the research design stage, a sample of between 8-10 institutions (and their relationship to the above categories) was envisaged, based on:

- Examples of innovative practice in the role of the governing body secretary (rather than simply in governance processes) (Extreme);
- Examples of conflicts of interest (potential or otherwise) secretaries encountered in their role (Critical case);
- Examples that demonstrated the influence of the secretary on the work of the governing body, or in the relationship with the chair and head of institution (Critical case);
- Practical examples of how senior managers combined their wider responsibilities with the role of governing body secretary (Maximum variation);
- An example of a governing body secretary who was not a senior manager and the practical issues they encountered in this approach (Extreme case).

It was intended that the selection criteria would help avoid researcher bias, but because more than the required sample of institutions fell into the above categories, a secondary process was needed. This involved the selection of a number of factors related to the above criteria that were likely to impact upon the influence of the secretary (for example, a particularly active or passive chair) and where the secretary had distinctive role features, such as a professional qualification, a particular type of appointment or was willing to discuss more difficult governance issues. The factors also aimed to maintain a broadly representative sample of institutions from across the UK. The cross-UK approach reinforced that this was a sector-wide project that was looking at a functional issue, and was not simply related to any particular UK jurisdiction, funding regime, institution type or institution size.

The selection criteria are summarised in Table 4. Each criterion was scored (as shown in brackets) and the sum of each set of criteria was obtained. In some cases, it was necessary to look for high scores that would reflect regional location or innovative practice. In others a low score in a certain area of practice was considered equally valid because this indicated that there could be a relative lack of interest in governance or a lack of influence on the part of the secretary. Each end of the spectrum was thought worthy of further investigation.

**Table 4: Selecting institutions for the stage 2 interviews**

Criteria	Proxy measure	Survey data to support proxy measure
Influence of the secretary	Governance activity measures	Active chair (10) High contact between secretary and chair (10) Passive chair (15) Low contact between secretary and chair (15) Secretary sets agenda (10) Restricted access to chair (10) Secretary appraised by head of institution (10)
Combining roles	Secretary factors	External appointment (10) Part-time appointment (10) Appointment not Registrar/Secretary (10) Age 50-59 (5) Age 30-39 (10) Private sector background (5) Professionally qualified (10)
Innovative practice	Open responses on secretarial practice	Open response cases (10)
Dealing with judgement factors	Conflicts of interest	Willing to discuss in stage 2 (10)
Size and type of institution	Student population	Small (under 3,000) (5) Medium (3001-15,000) (10) Large (15,000 plus) (15) Specialist institution (15)
Location	Region (used to identify institutions outside England)	Wales (15) Scotland (15) Northern Ireland (15)

A shortlist was developed by scoring each of the 89 volunteer institutions and carefully analysing the results. **An exception to this approach had to be made for external secretaries, where a limited number were prepared to be interviewed.** In this case, it was necessary to make a selection that maintained a balance with other institutions chosen by using the scoring method.

The purposive nature of the sampling technique was supported by the scoring method rather than it being a simple quantitative approach. At the same time, the criteria could have led to researcher bias towards more unusual settings or practices of higher education governance, or extreme cases where governance seemed to matter and where it seemed not to be a major concern. From a maximum score of 165, those of the 89 volunteer institutions ranged from 5 to 95. Every institution received a score in more than one category apart from one small specialist college.

Nine institutions were selected for the interview stage, with **total factor scores, shown in brackets below, ranging from 40 to 85. In the case of the institutions outside England, the location scores have also been removed to show the residual score in italics, and the amended range is then from 40 to 70.**

- Northern Ireland (either pre- or post-92) 1 (80; 65)
- Scotland (either pre- or post-92) 1 (85; 70)
- Wales (either pre- or post-92) 1 (85; 70)
- English pre-92 university 2 (HEI 1: 50; HEI 2: 70)
- English post-92 university 2 (HEI 1: 40; HEI 2: 40)
- English mixed faculty Higher Education College 1 (50)
- Specialist institutions (any location, pre- or post-92) 1 (50)

A further 8 institutions were chosen for a reserve list.

Apart from the initial survey contacts and the secretary in one interview location, the secretaries, chairs and heads of institutions in the selected institutions were not known to the researcher in a personal capacity. In the case of the interview location, the secretary had been a senior work colleague for a short period and contact had not been maintained in the intervening period. The scoring approach also managed to identify at least one selected institution that had been critical, in part, about a number of questions asked in the stage 1 survey. This was considered to be a challenge in terms of obtaining access for the interview process, but also beneficial in that it allowed the



secretary to address concerns expressed about the closed nature of some questions, and to use the interview to allow him to describe, more fully, his experiences in his role.

### **3.5.2 Obtaining access to the selected institutions and their interviewees**

The secretaries in each of the selected institutions were approached by e-mail in mid-November 2005, with a request that they take part in the interview programme. An introductory note about the project was supplied shortly after the initial request, asking for three individual interviews to be arranged in each institution, involving the secretary, the chair and the head of institution. It was made clear in these early contacts that the names of participants and their institutions would remain confidential. This was thought to be an important factor in obtaining the consent of the institutions to take part. At the same time, desk-based research was undertaken, using institutional websites, to provide further information about each governance system.

The initial approach received a mixed response. Five institutions replied positively in the period between late November 2005 and early January 2006 and dates were set for the interviews in the period December 2005 to March 2006. The other four sites proved more problematic, and for a variety of reasons the interview sites and logistical arrangements needed to be changed, sometimes more than once. The process therefore took longer than initially expected. Whilst at one interview site, the head of institution decided that he did not want to take part in an interview, but it was agreed that the interviews would continue with the secretary and chair. Several other interviews needed to be rearranged, because of illness or unavailability, so the interview programme was not completed until May 2006.

The experiences in obtaining access to this particular 'elite group' underlined the need for a good list of reserve institutions. It was also essential to be sufficiently flexible to provide alternative opportunities for interview sessions, sometimes in locations outside the institution, and to fit in with the busy timetable of key institutional representatives. A degree of insight was also required to know when to persevere to establish dates for the interviews or to look for an alternative interview site. This was particularly so in two of the categories identified for the interviews, the post-92 English institutions and the small specialist higher education college, where two or three approaches were required to obtain access for the interview programme.

### **3.5.3 Developing the semi-structured interview instrument**

The stage 1 survey was used to establish a set of questions for the semi-structured interviews (Appendix 3). The interviews with the secretary were designed to take 1 hour, whilst those with the chair and head of institution were expected to take about 45 minutes each. Questions to the secretaries were tailored to the survey responses where, for example, the respondent had either indicated that they were, or were not, able to talk about a conflict of interest or their other roles within the institution. The interviews with the chairs and heads of institution followed a similar format, but sought to obtain their views about the role and contribution of the secretary in relation to the governing body. In these cases, a 'funnel interview' model was used, to enable 'closed-ended' questions to be asked towards the end of the interview (Tashakkori and Teddlie, op cit, p.102). Two questions from the survey were used to obtain 'quantitized' views about the understanding of the secretary's role by various constituencies within the organisation, and the way in which they rated their own influence, and those of the other two interviewees, on a variety of governance factors.

In developing the interview questions, it was necessary to consider how best to reach beyond issues of governance structure to look at the way in which governing was addressed within the institution. The question sets were therefore designed to lead progressively to more detailed aspects of how individuals worked together and how the secretary contributed to the work of the governing body. A key question, mid-way through the interview, asked the interviewee to comment on who, in the boardroom, had the power to influence, what form it took and how it was used. This resulted in some quite different answers, between institutions and between individuals within each institution, which are explored in Chapter 5.

### **3.5.4 Piloting the interviews**

The availability of people to review the question sets for the interview stage was limited. It was, however, possible to test them for face validity with an experienced vice chair of a governing body. This provided useful information about the way in which the chair, in particular, might respond to some of the questions and areas where further clarification was required. Rehearsing the question sets also allowed them to be adjusted in terms of interview timing, though it was recognised that each interview experience would be unique and that control of the interview process would have to be balanced with the need to allow people to give their views freely, despite time constraints.

### **3.5.5 Management of the stage 2 interviews**

The order of interviews depended upon the availability of the individuals concerned but was not expected to have a significant effect on the conduct of the interviews, particularly because of the earlier background information gathered about the context of the secretary's role from the stage 1 survey. Each interview began with an introduction which described the purpose of the project, the way in which the resulting material would be used, the need for recording and transcription, the right of the interviewee not to answer any question or to stop the interview at any point and signing of the consent form. The question set was then followed to allow the structure of the interview to be as consistent as possible across all interviewees and interview sites. In many cases, supplementary questions were asked, based on comments made by the interviewee, to follow up particular emphases they had placed on their replies, or examples of governing practice that seemed worthy of further investigation.

In general, sufficient time was available for the question sets to be covered whilst also allowing interviewees to expand on their answers and address related issues. Whilst no major problems were encountered with the interview process in the 27 interviews that were conducted, some minor issues of interpretation needed to be addressed in one or two instances. These tended to be in relation to some chairs who were a little less willing to discuss relationships between members of their governing body. It was also difficult with the chairs, on occasion, to get beyond comments on the 'good practice' work that their governing body had addressed to look, in more detail, at the way in which the governing body actually worked. In several cases it proved difficult for chairs to deal with questions where they were asked to rate the relative influence of themselves, the head of institution and the secretary in aspects of the institution's governance. They required time to reflect on their answers and occasionally could not be clear about the score attributed to the rating exercise.

On the other hand, secretaries and heads of institutions proved more than willing to discuss issues of relationships and respective roles in the work of the governing body, and were often quite open about difficulties experienced in the operation of the governing body. The interviews were therefore more straightforward, but still required active management, with appropriate follow up questions so that interviewees could explain the context of their answers or provide further examples.

### 3.6 Data Analysis

#### 3.6.1 Analysing the survey dataset

The survey results were analysed using a series of statistical functions in MS Excel and the SPSS 14.0 software package. A range of statistical tests was employed (Chi Square, Kruskal Wallis and k-means), providing a number of significant relationships in the data that helped shed light on the study aims. Where further investigation was required that was not open to standard statistical tests, simple methods to provide comparative analyses were adopted (such as, for example, the use of weighted scores to determine the incidence of conflicts of interest by institution type). A background dataset to support later Tables and Figures is provided at Appendix 4.

The responses from different types of institution, and the equivalent UK distribution, are summarised in Table 5. A separate category was used to describe a number of teaching-led institutions that had just gained university title at the time of the survey. It was thought that the process of applying for university title might have caused a greater than normal focus on governance issues, particularly in terms of levels of advice provided by the secretary to the governing body. In the later analysis of the provision of advice, they have been kept as a separate category, but in other tests they have been combined with the post-92 group, an approach supported by the initial evaluation of the dataset.

**Table 5: The distribution of survey responses**

<b>Institution type</b>	<b>Count</b>	<b>%</b>	<b>UK Count</b>	<b>%</b>
Pre-92 university	46	41.8	73	44.0
Post-92 university	32	29.1	44	26.5
University title just obtained	8	7.3	10	6.0
Higher education college	24	21.8	39	23.5
Total	110	100.0	166	100.0

An assessment of the dataset was conducted to determine whether or not it reflected the expected distribution of the survey population. A chi-square test was undertaken (Neave and Worthington, 1988) to check the distribution of responses against the expected frequency of two variables: the regional distribution of higher education institutions (across 12 regions) and the type of institution (across the 4 institution types shown in Table 5). These variables could be determined with relative ease from published data or knowledge of the institution. Other variables were considered, such

as the number of students in each institution, but information supplied in the survey responses was thought likely to be different to published data, which is often several years out of date. A critical test chi-square value was used, the results of which are shown in Table 6. The entries marked (a) indicate that both chi-square results were less than the critical chi-square values, so the null hypothesis ( $H_0$ ) that there was no difference in the distribution of sample respondent institutions from the national distribution was accepted.

**Table 6: Results of the critical chi-square values test**

Variable	Critical chi square value	Chi square**	df
Regional distribution (a)	19.68	2.70	11
Institution type (a)	7.81	0.74	3
Regional distribution (b)	9.49	0.73	4
Institution type (b)	5.99	0.68	2

\*\* Significance level 0.05

To reduce the possibility of a Type II error, a second test was run with the 8 new universities amalgamated into the post-92 group and the regions reclassified into 5 (Scotland, North, Central, South and London) to remove smaller original categories. The results in Table 6 marked (b) confirmed that the  $H_0$  could still be accepted. Despite the 'goodness of fit' of the survey sample, there were instances of a significant number of missing values in response to other questions in the survey, making reliance on parametric statistical techniques problematic. The overall size of the respondent population further suggested that non-parametric statistical tests should be employed in later analyses, interpreted by reference to the source dataset.

In order to determine whether there were any underlying structures in the way respondents had answered certain survey questions, a cluster analysis was performed using the k-means method. The k-means cluster technique is an algorithm in which a fixed number of desired or hypothesised clusters are formed to which observations may then be assigned, '*so that the means across clusters (for all variables) are as different from each other as possible*' (Statsoft Inc, 2004, p.6). In this way it is possible to 'segment' scale-based data to see if the resulting clusters can be characterised in any way (Walley, Custance and Parsons, 2000). Specified cluster numbers were incrementally increased until a solution provided a very small cluster group, and the cluster level immediately before this iteration was employed. The investigation was initially conducted on two scale-based survey questions, also used later in the interview stage of the project, where a sufficient response had been obtained for the analysis.

The questions concerned (a) the understanding of the role of the secretary (survey question 22 with 7 elements; 94 cases) and (b) the influence of the secretary, chair and head of institution on a range of governance factors (survey question 29 with 10 elements in each of 3 sets; 87 cases). In each analysis three clusters were apparent from the data but their relationship to other variables in the dataset proved difficult to determine. A chi-square cross-tabulation of these cluster groupings with a range of other variables did not provide any significant results where the minimum expected frequency test was satisfied. A further analysis of the amount of time spent by key people on governance matters (survey question 20 with 6 elements; 94 cases) produced a very small cluster group in the four cluster solution and two small cluster groups in the five cluster solution. The optimal solution was therefore deemed to be three clusters (Table 7).

**Table 7: Cluster groupings from the k-means cluster analysis (survey question 20: time spent by key people in the governance system)**

Clusters used in each test iteration	Number of cases observed in each test result			
	2	3	4	5
1	27	43	6	7
2	67	28	41	27
3	-	23	19	13
4	-	-	28	43
5	-	-	-	4
Valid cases	94	94	94	94
Missing cases	16	16	16	16

When the three clusters were cross-tabulated with other variables, the chi-square value for the association between the clusters and type of institution (with the newly established universities amalgamated into the post-92 group) was 12.58 with 4 degrees of freedom and a significance probability of 0.013. This appeared to suggest that there was an underlying relationship between the time spent by key people on governance matters and type of institution in the population from which the sample of 110 respondents was drawn.

The question set on time spent on governance was derived from the relationship factors group in the conceptual model in Figure 2 (page 63). Further data from questions based on this group and the 'governance in action' group were used to characterise the clusters (see pages 131-133). The characterisation specifically used data derived from a set of survey questions concerning the contribution to institutional

governance of the governing body, its key players and external guidance, as well as the provision of support by the secretary to the governing body's work. These questions were expected to provide an insight into the perceptions of the secretaries on institutional governance that was distinct from information gained about governance practices covered elsewhere in the survey, for example the contribution of key players to the nominations process.

Despite the association shown between the time spent on governance and institutional type it seemed likely that any potential cluster grouping from the survey data would be the, '*property of complex and contingent mechanisms in reality*' (Byrne, 2002, p.105). The clusters were therefore not intended to identify causal processes but to help identify groups of secretaries that had a similar view about, and attitudes towards, the governance of their institution so as to develop a new typology of governance practice and a greater understanding of the role and influence of the secretary in different institutional settings. The analysis also suggested that unless there were special reasons to separate out the newly established universities they should be combined, in further tests, with other post-92 institutions.

### **3.6.2 Analyzing the interview dataset**

A data display and analysis approach was adopted for the interview material (Miles and Huberman, 1994), involving the reduction of the main question themes (Appendix 3) to a matrix-based summary (Dey, 1993; Strauss *et al.*, 1998) for each of the three key governance players (the secretary, chair and head of institution). The interview text and matrix summaries (Appendix 5) provided the means to code the responses of the interviewees in terms of the frequency of particular approaches to the question at hand or in cases where governance relationships were of particular interest. The analysis enabled patterns in the interview data to be identified, between members of each set of key players and between the key players in each institution, from which it was then possible to extract sections of text that reflected the main interview findings whilst helping to illustrate, or '*add qualification*' (Walker, 1985, p.16) to the results of the survey through the 'voices' of key participants in the governance process. It was expected that the interview material would complement the quantitative findings, with the survey providing a structure for the qualitative analysis and the interviews providing a means for commentary on the results of the survey (Walker, 1985, p.16).

Interviewees were first categorised by role, type of institution and gender. The type of institution was used to check the influence of institutional structure on key issues in the

interview schedule, such as the range of roles held by the secretary. The interview responses were then classified initially across each role to identify common threads and their frequency of occurrence. One example was the widespread view amongst secretaries (67% of interviewees) of the importance of being engaged in governor induction programmes. Second-level analyses looked at particular features that the interviewees had highlighted in their responses (in this case, for example, the importance of social interactions during induction, or the desire to highlight the role of the secretary described in Chapter 4 (pp.101-103). Interesting or novel views outside the majority response (or occasionally within it) were identified to shed light on new perspectives. In this instance, the view of one interviewee about the longevity of the secretary's influence with new governors following their induction programme (Chapter 4, p.103) provided a glimpse into the nature of relationships between governing body members and the secretary.

A third aspect of the analysis concerned the comparison of responses, in each institution, between the secretary, chair and head of institution. Cases where there was an agreement in views were identified, such as in a pre-92 institution where the head of institution was regarded by all three as the most influential of the key players (Chapter 5, p.146). Differences of opinion also emerged between the key players that pointed to tensions in the governance system and some difficulties in personal relationships (Chapter 5, p.141). Other cases have been used to provide a 'voice' for the views of the key players about their colleagues, and their respective positions and contributions to the institution's governance.

### **3.7 Conclusion**

The research design and implementation was based on a considerable degree of preparation, which undoubtedly assisted the research process at both the survey and interview stages. Despite difficulties associated with access to the survey population, a large amount of data and contextual information was obtained.

The initial analysis of the survey dataset suggested that it was representative of the overall population of higher education institutions in the UK, although the same degree of significance was not apparent for the response to more detailed questions, particularly on sensitive governance or relationship issues. Nevertheless, the survey dataset represented a comprehensive view of the perceptions of secretaries about their role and position within the governance systems of their institutions, and provided a valuable resource with which to conduct later analyses. The interview process was



illuminating in that it allowed the views of heads of institutions and chairs to be gathered in a comprehensive way, to build upon the knowledge base gained from the survey data.

In order to present this material in a logical format, it was necessary to consider whether the quantitative and qualitative elements of the results should be presented separately, or in some other way. The approach of separating the results appeared to reinforce the distinction between the two methods rather than find ways in which the strengths provided by their interplay might be exploited (Strauss *et al.*, 1998, p.33). In particular, given the feedback from the survey group about the importance of local nuances in governance practice, it was thought necessary to find a way to allow the qualitative findings to lend context to the quantitative results. Complementarities within the data could then address slightly different aspects of the research findings, with qualitative data used to enlighten social processes and quantitative data to examine associations, and ways in which they might be generalised (Hammersley, 1996). To this end, a themed approach was adopted, enabling the main areas of the study to drive the presentation of the empirical work, whilst allowing some overlap between the themes and, thereby, reflecting the 'real-life' application of governance practice. Chapter 4 therefore concentrates on presenting and considering the results of the research in relation to the role of the secretary, whilst Chapter 5 moves on to present and consider the influence of the secretary's role in governing relationships and the work of the governing body.

## **CHAPTER 4**

### **RESEARCH RESULTS AND ANALYSIS: THE ROLE OF THE SECRETARY**

#### **4.1 Introduction**

This chapter focuses on the role of the governing body secretary by exploring some of the elements derived from the 'key factors' model provided in Figure 2. The first section looks at the background of the survey group using basic demographic information and data about previous careers and professional qualifications. The parts played by the chair and the head of institution in the oversight of the secretary's role and appraisal arrangements are then considered, to determine whether they have any bearing on the relationship between the three key players. The second section reviews how the secretary helps shape the work of the governing body, by considering the selection and induction of new governors, the way in which the secretary manages other institutional functions and participates in decision-making systems, the preparation and management of governing body meetings and the provision of advice in those meetings.

In some sections in this Chapter, and in Chapter 5, the results of the survey and related interview material are shown alongside each other. Percentage figures are provided with the interview material to reflect the occurrence of similar comments amongst interviewees. The quantitative and qualitative results are, however, intended to complement, rather than provide corroborating evidence for each other, as discussed in Chapter 3.

Throughout the following analyses, the names of those who contributed, and of their institutions, are not provided so as to preserve the anonymity of the survey participants and interviewees. References to a specific name, or element of the governance structure, for example an untypical name given to the governing body, have also been altered and appear in square brackets in the interview extracts. In these extracts, the type of institution has been identified to give the reader an insight into the background of the institution and an alphabetical coding system indicates the range of interview material that has been used. In presenting the interview material there was a concern that a verbatim account would detract from the impact of the key issues raised in the text. In some cases, therefore, the extracts were edited to remove repeated phrases,

or verbalised hesitations, so that the essence of the point made by the interviewee would be clear.

## 4.2 The background of governing body secretaries and oversight of their role

### 4.2.1 Demographic information and career history

To begin to understand the secretary's role, basic demographic information about the survey respondents was obtained. The results (Table 8) show a respondent group broadly two-thirds male and one-third female. The vast majority of the group were directly employed by their institution, with only two contracted to undertake the role by way of an external appointment. Similarly, most were employed full-time, with both external post-holders falling into the smaller part-time category.

**Table 8: Survey respondent profile**

Survey response	Male or Female		Type of Appointment		Full or Part Time	
	Male	Female	Internal	External	Full-time	Part-time
Count	74	36	108	2	97	13
Percentage	67.3	32.7	98.2	1.8	88.2	11.8

The majority of secretaries had been appointed in the last 5 years (Table 9), but the range of ages was broad (Table 10), with two full-time secretaries in the 30-39 cohort and only twelve in the age range over 60. The majority of secretaries were between 50 and 60, as might be expected given the seniority of the role, but the number in the 40-49 cohort, representing over 33% (n=110) of respondents, was higher than expected and covered a range of institution types and sizes. The institutions of 33 respondents in this age bracket could be identified from the survey returns, revealing that 14 came from multi-faculty pre-92 universities, 12 from multi-faculty post-92 universities and 7 from specialist institutions of either classification. The even spread of the younger age band of secretaries belies the older image of the 'Registrar' found in earlier studies, particularly given that 17 of the 26 people in the multi-faculty institutions in the 40-49 age category appeared to hold the most senior administrative position in their institution.

**Table 9: The year of appointment of governing body secretaries**

Year	Count	%
1980-89	9	8.2
1990-99	41	37.3
2000-05	60	54.5
Total	110	100.0

**Table 10: The age ranges of governing body secretaries**

Age	Count	%
Under 30	0	0.0
30-39	2	1.8
40-49	37	33.6
50-59	59	53.6
Over 60	12	10.9
Total	110	100.0

The respondents were asked to indicate their immediate work background prior to taking on their current role (Table 11). The majority had worked in the higher education sector beforehand, with less than 10% (n=109) originating from the private sector. These results differed, somewhat, from the report of a survey undertaken by AHUA (Hoad, 2003), in which, from 79 respondents, 53 (67%) had worked outside the HE sector, although information on the areas of work outside HE was not provided.

**Table 11: The immediate sector background of governing body secretaries**

Sector	Count	%
No response	1	-
Higher Education	80	73.4
Public sector	19	17.4
Private sector	10	9.2
Total	109	100

The spread of career backgrounds (Table 12) was more diverse, although many had been in a higher education setting. With 58.2% (n=110) of respondents having a background in academic or general administration, the 'generalist' nature of the wider roles attached to that of secretary was very apparent. The lack of a background in legal or governance work did not appear to have been a principal concern for those appointing secretaries from within the sector, where only 4 had this specialist experience. Secretaries from a public sector background were also most often generalist administrators, with only 2 having a legal/governance background. This could indicate a priority given to the other roles often held by the secretary and for a requirement for general management skills over a range of subject areas rather than

**Table 12: Career backgrounds of governing body secretaries**

Area of Work	Count	%
Financial administration	8	7.3
HR administration	2	1.8
Academic administration	35	31.8
General administration	29	26.4
Legal/Governance	13	11.8
Academic	4	3.6
Other University function	5	4.5
Other background	14	12.7
Total	110	100

the specialist knowledge required to deal with governance alone. Yet, of the 10 secretaries with a private sector background, 7 came from a legal/governance career path, including the two ‘external’ secretaries noted earlier. A chi-square test of independence was used to examine the relationship between sector background (see Table 11) and type of institution. It was necessary, in this case and with other chi-square tests of independence, to pool the HE Colleges and post-92 universities into a single group so as not to invalidate the analysis. On the basis of these broad governance ‘constitution-based’ groups, the difference between the variables was significant,  $\chi^2(2, N = 109) = 8.93, p = .011$ . Pre-92 institutions tended to have more secretaries with a higher education background, there was a broadly even spread of those with a public sector background, and those with a private sector background were more prevalent in post-92 institutions.

#### 4.2.2 Professional qualifications

Career paths are also partly related to demonstrable expertise, so participants were asked to provide details of their professional qualifications. The results (Table 13) were difficult to analyse because the interpretation of ‘professional’ was taken very widely, with many respondents noting their academic qualifications in the ‘other’ category. The question was not intended to suggest that other qualifications were unimportant, particularly where, for example, respondents held academic qualifications relating to corporate governance or similar disciplines, but to investigate whether the secretary tended to have a professional qualification that might enable a particular level of ‘expert’ influence to be brought to bear on the governing body. Given the generalist nature of the backgrounds in this role, it was thought possible that a certain ‘push factor’ on governance practice might be found where respondents held the qualification of a professional body engaged in promoting ‘good governance’.

In the event, the lack of any type of professional qualification by two-thirds of respondents was of equal interest, emphasising, perhaps, the mostly academically qualified background of many of the post-holders. Where relevant professional qualifications were held, they were mainly of five types: legal, chartered accountants, chartered personnel managers, chartered secretaries and chartered managers. Some chartered accountancy organisations have been particularly active in work on corporate governance, as has the Chartered Institute of Secretaries and Administrators. All told, these five qualifications accounted for 26 individuals (23.6% of the survey population, n=110), including the four secretaries holding two such qualifications.

**Table 13: Professional qualifications held by governing body secretaries**

Qualification	Count	%
<i>No response</i>	2	-
Do not hold a professional qualification	66	58.9
Legal	8	7.1
Chartered Accountant	5	4.5
Chartered Secretary	8	7.1
Chartered Personnel Manager	5	4.5
Chartered Manager	4	3.6
Other	16	14.3
Total	112	100.0
4 hold 2 qualifications	4	
Total	108	

An analysis was undertaken of professional qualifications, by age and gender of the secretary, which required account to be taken of those with dual qualifications by crediting each category with 0.5 of a qualification. This was necessary to be able to analyse professional qualifications against total survey respondents. The dual qualifications are indicated in Tables 14 and 15 by letter after the respective qualifications (such that the links between people with both a legal and Chartered Secretary qualification are shown as (a) and so on). From this analysis (Table 14) it can be seen that the 40-49 age cohort had more professionally qualified secretaries (29.7%) than the 50-59 age cohort (16.9%). Both of these cohorts were lower than the relatively small 60-65 age cohort. The Chartered Managers were exclusively male and the other professions were divided (Table 15) in terms of gender, with a greater proportion of males than females holding professional qualifications.

**Table 14: Professional qualifications by age cohort**

Qualification/Age	30-39	40-49	50-59	Over 60
Legal (a) (a) (b)		2.5	2	2
Chartered Accountant		2	3	
Chartered Secretary (a) (a)		2	3	2
Chartered Personnel Manager (c)		3	1	0.5
Chartered Manager (b) (c)		1.5	1	0.5
Total	0	11	10	5
Population by age (%)	1.8	33.6	53.6	10.9
Population % with qualifications	0	29.7	16.9	41.7

**Table 15: Professional qualifications by gender**

Qualification/Age	Male	Female
Legal (a) (a) (b)	3.5	3
Chartered Accountant	2	3
Chartered Secretary (a) (a)	6	1
Chartered Personnel Manager (c)	3.5	1
Chartered Manager (b) (c)	3	0
Total	18	8
Population by gender (%)	67.3	32.7
Population % with qualifications	24.3	22.2

A chi-square test of independence examined the relationship between types of qualification ('professional', 'other' or 'no role-related qualification') and type of institution ('pre-92' or 'post-92'). On this basis the difference between the variables was significant,  $X^2(2, N = 107) = 6.74, p = .034$ . Pre-92 institutions had a lower proportion of secretaries with professional qualifications, and a higher reported rate of secretaries with no role-related qualification, than post-92 institutions. More post-92 institution secretaries claimed other (often academic) qualifications related to their role than pre-92 institution secretaries.

The following interview extracts, one from an external secretary with a legal background and the other from an internal secretary with a personnel qualification, reflected the general view (89% of secretaries) that a professional background was helpful in the technical delivery of the role, but that it was more important to have the skills to establish a link between governance and decision-making elsewhere in the institution, and an ability to manage governing relationships:

"Well, I mean the legal background obviously is useful even though I wouldn't say I was a legal professional in this field.....It does give you a certain familiarity with the way the law works and a certain comfortableness about coping with documentation. But I think in some ways the thing that helps me most in this is actually my local authority experience, because having sat in and chaired local government meetings gives you a hugely deep understanding of how committees work, how structures work, how agendas should work, how minutes and papers should work. You do get a very, very clear feel for that relationship between the policy directors, ie the councillors, or in this case the governors and the executive staff....."

HEC Secretary (H)

"In so far as personnel, it was pretty close to the corporate heart of the institution I suppose rather than being peripheral, so I think it was relevant in that sense. I'm not sure that beyond that the actual specialisation in personnel.....carries any particular weight with the governing board now other than it was a corporate function, which meant that I'd got a lot of experience of being close to the heart of the university."

Pre-92 Secretary (A)

An understanding of the academic environment was also particularly important (78%), possibly because of the background of most governing body secretaries, but also because of the technical and procedural experience that this provided in lieu of any particular type of professional training:

"I was particularly involved in academic policy development and academic regulatory work and quality assurance.....in my early career so those have obviously been directly helpful. It gives me an understanding, I think, of the nature and the heart of the institution and what it's about and that I think then lends credibility to advice I give to governors, particularly on issues around the boundary between the role of the board and the role of the senate, or the role of Vice Chancellor versus the role of the board."

Post-92 Secretary (F)

One interviewee noted that higher-level academic qualifications, as well as experience, could lend credibility to the role amongst academic colleagues and counter the perception of a comprehensive drift towards 'corporatism' and 'managerial values' in higher education:

"If you've got a group of administrators who have got similar qualifications as the academics hold, actually you've gone quite a long way to narrowing the so-called us and them gap because at least one has some sympathy and understanding of what they're doing..... I think also it does....help the council to remember what they're doing - you know that we are an academic organisation, we're not a PLC."

Pre-92 Secretary (O)



#### 4.2.3 Oversight of the secretary's role

When asked about their reporting line in their role of secretary, the majority indicated that they reported to the chair (56%, n=109) but a significant number said that they reported to the governing body (25.7%). Nine (8.3%) replied that they reported to the head of institution whilst the remaining eleven (10.1%) had dual reporting lines to the chair and head of institution, reported to a senior administrator (3 cases) or were not clear about their reporting line (2 cases). Responsibilities for other functional areas were more clear cut, with 78.1% (n=96) reporting to the head of institution, 12.5% to a Deputy or Pro Vice Chancellor and 7.3% to a senior administrator. Two respondents had multiple reporting lines.

The arrangements for appraisal of secretarial work were different, as shown in Tables 16 and 17. Slightly fewer secretaries (47.5%, n=101 versus 56%, n=109) were appraised solely by the chair than were considered, by the secretary, to be responsible to the chair, although the position was balanced somewhat by the 9 cases who were appraised jointly by the chair and head of institution, and others where the chair was involved in the process with another member of the institution's staff. More surprising, when the independence of the role of secretary is considered, was the significant number of secretaries appraised solely by the head of institution. In one of these cases (an ancient university), this was because of an overlapping role between the chair and head of institution. In another, the appraisal arrangements for the other roles held by the secretary were not supplied and in a third, the secretarial role was appraised by the head of institution and other roles by a member of administrative staff. In the remaining 18 cases, however, the head of institution appraised all of the duties held by the secretary. Over half of these cases occurred in pre-92 institutions (Table 18).

**Table 16: Appraisal arrangements for the role of governing body secretary**

<b>Appraisal in Secretary Role</b>	<b>Count</b>	<b>%</b>
<i>No response</i>	9	-
Chair	48	47.5
Chair and Head of Institution	9	8.9
Head of Institution only	21	20.8
Chair/Senior member of staff	1	1.0
Chair/Deputy Chair	2	2.0
Senior member of HEI staff	9	8.9
Remuneration Committee	4	4.0
Board	2	2.0
Not sure/no-one	5	5.0
Total	101	100.0

**Table 17: Appraisal arrangements for other roles undertaken by governing body secretaries**

<b>Appraisal in Other Roles</b>	<b>Count</b>	<b>%</b>
<i>No response</i>	9	-
Head of Institution	76	75.2
Deputy/Pro Head of Institution	9	8.9
Senior member of HEI staff	6	5.9
Other Manager	4	4.0
Remuneration Committee	2	2.0
Chair/Head of Institution	2	2.0
Not applicable or no-one	2	2.0
<b>Total</b>	<b>101</b>	<b>100.0</b>

**Table 18: Appraisal of the secretarial role solely by the head of institution by institution type**

<b>Type of Institution</b>	<b>Count</b>	<b>%</b>
Pre-92 institution	11	61.1
Post-92 institution	1	5.6
HE College	4	22.2
Institution type not provided	2	11.1
<b>Total</b>	<b>18</b>	<b>100.0</b>

The interviews suggested that in some cases (22%), where the formal appraisal was held only by the head of institution, there was a discussion about it with the chair, so that all three parties were at least aware of the general issues arising from the process:

"I think I'm not alone in being discussed by the Vice Chancellor with the chairman, as part of his own appraisal I suspect, and I'm comfortable with it.....And having said that I'm fairly clear that I'm accountable in both directions and so I do see myself as accounting to the chairman for my actions from time to time, even though there's no involvement in the appraisal....."

Post-92 Secretary (F)

Other institutions (44%), had adopted a joint approach to appraisal to ensure that the work of the governing body, and other institutional responsibilities, were seen to be on a par and were reviewed in an integrated way:

"I think it works reasonably well in so far as that system recognises my split responsibility. Yes, you could have two separate appraisals but then you get the issue of do they pull apart.....So in that sense doing it together I think emphasises the importance of the three of us understanding what we're all doing...."

Pre-92 Secretary (A)

"It's all seen as one.... The annual appraisal, review as we call it, is undertaken by the chair, the vice chair and myself, but generally we haven't actually sat down and said 'let's look at this role separately from that role', it's looking at the two together."

HEC Principal (W)

In yet others (22%), separate appraisal discussions took place between the secretary and the head of institution and chair. This had occasionally proved problematic:

"....The old chairman took no interest in managing me really, he just sort of saw that I was there to provide advice and to make sure that the (governing body) ran effectively and so I effectively reported to the Vice Chancellor for everything. But the new chairman has taken everything that's in the CUC governance guide very literally and very seriously, so he's insisted on having an appraisal with me and setting objectives and things, and it has caused me quite a bit of difficulty....."

Post-92 Secretary (Y)

The chair of the same institution suggested that the way in which the separate appraisals by the head of institution and chair were 'joined up' was rather more straightforward:

"We sit down together and just agree what the results of the two pieces are and obviously his is a much bigger piece than mine....."

Post-92 Chair (Z)

It was apparent that the 'independence' of an appraisal system, at least in the institutions that were interviewed, was less important than the ability of those conducting the interviews to have an understanding of the culture of the sector and to be able to find an effective way of communicating the results between all three key players in the governance system. This sometimes extended to an openness, on the part of the head of institution, to having their targets and objectives discussed with the secretary in order to help create a stronger 'team approach' to institutional priorities.

### **4.3 The secretary's role in shaping the work of the governing body**

The secretary undertakes a range of activities that impact upon the management of governance and governing relationships within their institution. Important stages include the recruitment and induction of new governors, the management of other functions and participation in decision-making systems within the institution, the preparation and management of governing body meetings and participation in those meetings. The management of more formal interventions on governing body effectiveness are yet another way in which the influence of the secretary might be

seen. The survey questionnaire sought to obtain information from secretaries about each of these processes, and the participation of key individuals within them. A chronological approach was adopted, where each task was broken down into a series of sub-tasks, to help participants follow what was expected to be a familiar pattern of activity in governance-related duties. By undertaking this form of review it was hoped that patterns of engagement would emerge that would usefully describe the role of the secretary in each of the **task and sub-task areas**.

#### **4.3.1 The recruitment of new governors**

The Nominations Committee typically identifies and selects new members of the governing body, and so has a major role to play in shaping the membership, style and effectiveness of the governing body. Survey participants were asked to identify who, in their institution, dealt with various elements of the recruitment and selection process. The responses (Figure 3) indicated that the secretary had a major part to play in all aspects of the committee's work, apart from the sub-task of making the first approach to potential new members, where the responsibility was more evenly split between the chair (26.2%, n=103), the head of institution (26.2%, n=103) and the secretary (35.9%, n=103). The contribution of the secretary inside Nominations Committee meetings was investigated in the interview stage of the project. The interviews complemented the survey findings in the majority of cases. In the first instance, 67% of secretaries thought it important to be involved in the selection of governors so as to be able to keep a watching brief over the constitution, and effectiveness, of the governing body:

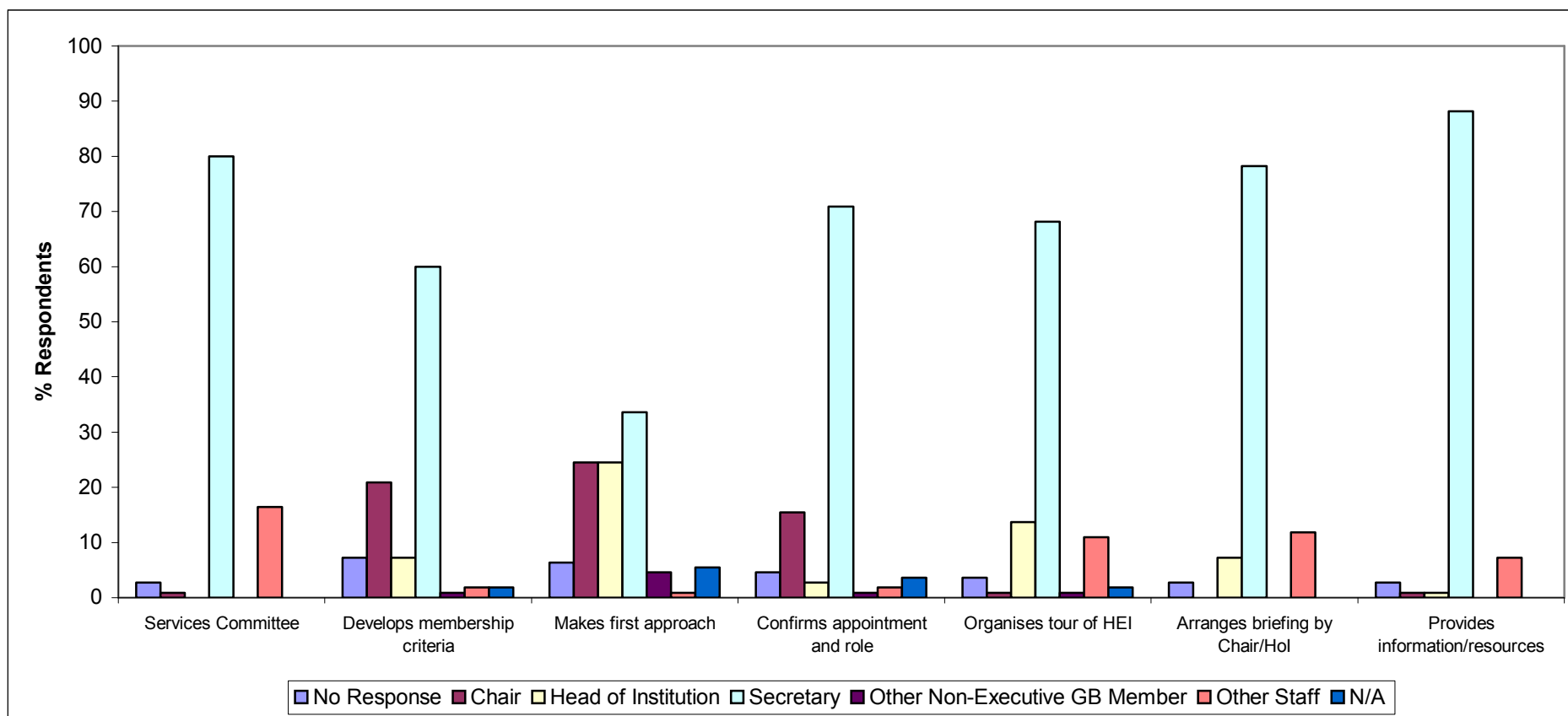
"I think it's important. At the nominations stage it's keeping an eye on the overall shape of the council.....Now within that....whenever there are vacancies you would tend to home in on particular areas. But, that having been said, nominations committees always have a tendency to say, 'Ah yeah but we'd like' or 'isn't X such a good chap?', if he is a chap! So I think it's useful to be involved at that stage, both to have some influence on the way the debate is going and to get a feeling for who's in the frame....."

Pre-92 Secretary (A)

".....I think one of the things that I would like to think that I've had at least some influence on over the last two years, and certainly acted as a catalyst for because other people have got into it, is actually the quality and the calibre of the people who are now coming on to our council.... "

Pre-92 Secretary (O)

It was also clear that whilst some chairs and heads of institutions (33%) acknowledged the part played by the secretary, which often extended to sharing views on the merits of particular candidates, they had a tendency to conclude that



**Figure 3: Tasks related to the work of the Nominations Committee**

the influence was no greater than other members of the Committee and that decisions remained committee-based:

"It's a very important role of the secretary to remind the governors on the nominations committee that governing bodies shouldn't just be full of accountants, for example ....."

Post-92 VC (AA)

"His views in relation to the nominations process would be seriously considered but I think that, up until now, he hasn't had the opportunity really of having a strong influence that would determine who's coming and who's not. I think he makes his contribution."

Pre-92 Chair (Q)

"...at the end of the day the decision of the committee is the decision of the committee, and the clerk's role actually is to carry that decision through."

HEC Principal (W)

In other institutions (55%), however, the influence of the secretary was demonstrated in the backstage processes that underpinned the work of the Nominations Committee. In particular, the opportunity for the secretary to meet with potential new governors, or to share their knowledge of candidates, was considered vital, not just by the secretary:

"We then come back and narrow it down hopefully to one person. That person then has to come to lunch with the Vice Chancellor, the Registrar and myself.....At the end of that....if we don't think the person's appropriate for whatever reason, we say no. They may say no."

Pre-92 Chair (B)

"The chairman and I.....then do a general trawl for nominations and the chairman and I then sit down together, scrutinise those nominations and recommend to the committee the people that they might want to explore further so that there's some steer by the time it goes to the committee....I will have had a hand in that steer."

Post-92 Secretary (F)

In one institution, the process was very much in the hands of the head of institution, but that did not mean that the Nominations Committee always agreed:

".....What actually happens is that a lot of interesting people come forward, the Principal does have his own set of nominations and tries to get it through. It's fascinating watching because the governors are strong, they won't be brow-beaten and often [the Principal] will find he doesn't get his own way."

HEC Secretary (V)

"I don't feel entirely comfortable with the process as adopted at the moment and I think ... it's going to change anyway. If it wasn't going to change, I think I would probably be suggesting that we should change it....It's this group of critical friends thing isn't it. You can't really let the people you're critical of choose the group and I think the balance isn't quite right there."

HEC Chair (X)

So, even though the secretary could have a major role in the processes supporting governor selection, this does not mean that they always played a part in decision-making by the Nominations Committee, although, in practice, many secretaries seemed able to contribute their views in a way equivalent to that of a committee member. The role of the secretary may, however, be more evident in background work associated with the selection process, including informal 'pre-selection' discussions or activities, particularly with the chair and head of institution.

#### **4.3.2 The induction of new governors**

Early relationship building can also be reinforced by the way in which governor induction is managed, particularly if the role of the secretary is as extensive, even if backstage, as that seen in the nominations process. Figure 4, again, takes a task based approach to this question. In this case, however, the role of the chair is more apparent in certain aspects of governor induction, particularly in determining the format, timing and content of the programme and evaluating its effectiveness. It still falls to the secretary, however, to manage these elements and, in many cases, but most often with the head of institution, take part in the delivery of induction.

Most of the interviewed secretaries (67%) suggested that it was important for them to be involved in governor induction to help establish an early relationship with governors and emphasise the role of the secretary with the governing body:

"It's important....on two levels. Part of the induction is obviously about governance matters which I'm clearly the person able to make an input on, and also in terms of forming a relationship.....It's all....part of forming that relationship and actually establishing myself as, in a way, the key source of information."

Post-92 Secretary (F)

"Oh I think it's vital, I think it's vital at the very beginning to set the scene....It's mainly that they can get an idea of what the role is about and what the institution's about. I think the induction training session that I would have with everybody, it's vital for me as much as it is for them....I can say to them then things that I feel, the basic things, I want them to know about their responsibilities about the role, and then about the particular job that you might see them do as far as the sub committee structure's concerned."

Post-92 Secretary (K)

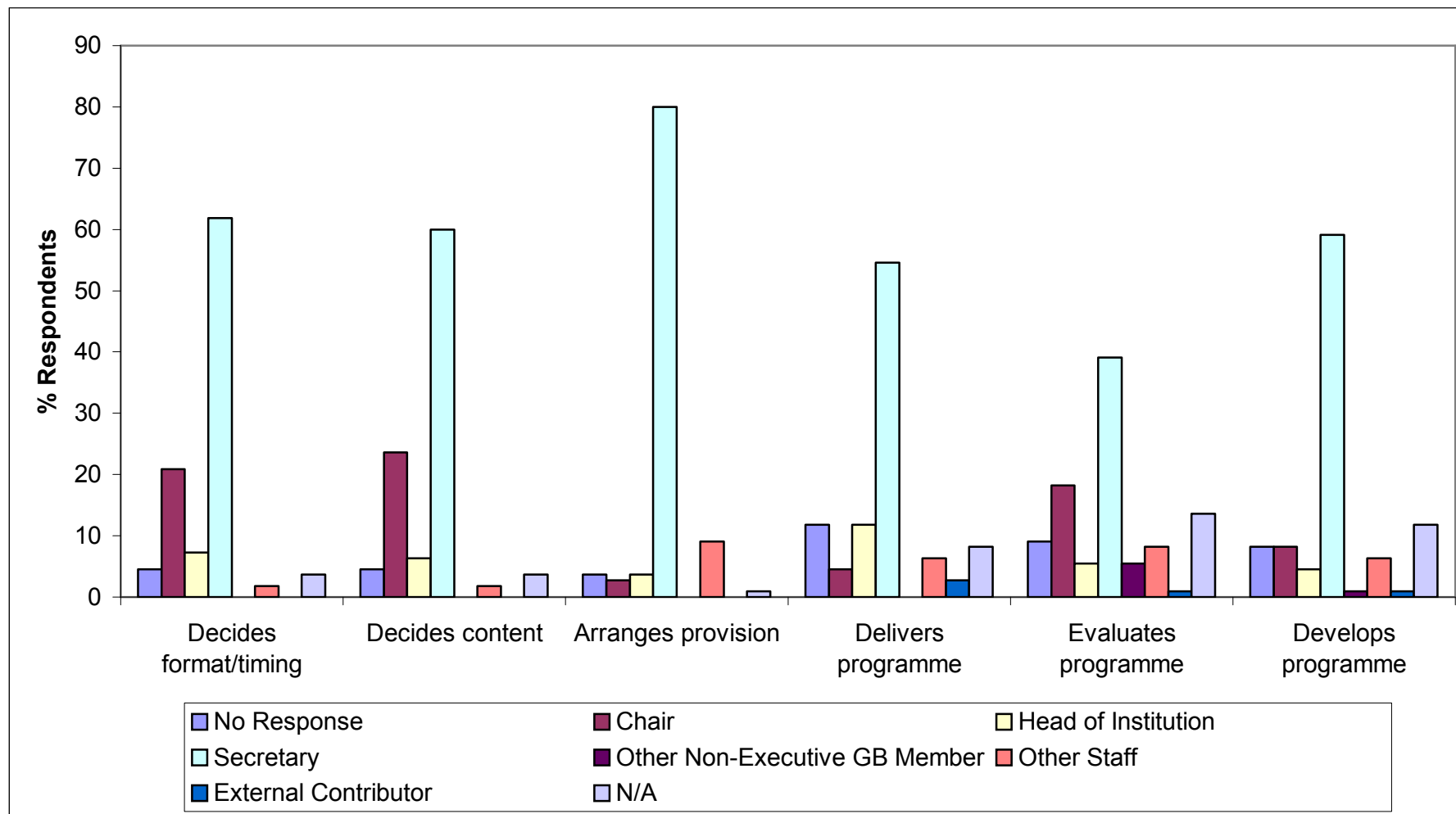


Figure 4: Tasks related to governor induction



The social aspect of the induction process was further recognised both by secretaries and some heads of institutions (33%):

"It's very useful. I think it's actually useful just having the informal lunch process so you can chat to people over that and just make them aware that you are there."

HEC Secretary (H)

"The way we do it here is it is principally...the responsibility of the secretary. I will have a slot in the induction programme because, apart from anything else, it's useful if I don't know the individual, to, if you like, establish a social rapport."

Post-92 VC (E)

In one institution, however, the social process was less important than establishing the place and role of the secretary in the governance of the institution:

"I don't try and form a social relationship with them really. I prefer to keep it a bit more arm's length but in terms of people coming to me for advice and information and so forth, I don't think there's any problem with that. Some of the governors who were here before I came maybe will still talk to the Vice Chancellor because they know him better, but new ones, it's fairly clear that it's this office they deal with."

Post-92 Secretary (Y)

Opinion was divided as to whether induction provided the secretary with any influence with new governors. There were some (44%) who felt that it helped establish governors in their new role and that the secretary's contribution was therefore important and influential:

"In terms of induction they [the secretary] have a very important role because they organise it and how well or how badly it's done depends on how well the governor feels he or she is prepared to take on the task of being a governor. So, important role in terms of making sure that they get a rounded view, they know where the problems are, they know where the opportunities are, they are able to come up to speed so while they are at the board meeting, they can contribute from a position of knowledge....."

Pre-92 Chair (D)

"It's a process which gives a clear stamp from the secretary...and the chair to make sure that people have an opportunity really, in the absence of myself, to ask those idiot questions which you sometimes you feel you need to ask in those early days, without being over exposed."

HEC Principal (I)

Other interviewees (22%) felt that influence arising from induction was no greater than other aspects of governance, and could soon be lost or replaced by other factors:

"I understand that it could possibly lead to a very strong relationship, but in reality it doesn't. I would say definitely it doesn't and the reason is simply that I'm recognised as an officer....and....on taking part in the first governing body meeting, they align themselves to other governors...."

HEC Secretary (V)

Overall, however, the value of governor induction, and of the key role played by the secretary in its organisation and delivery, appeared not to be in dispute.

#### **4.3.3 The secretary's role in institutional management and decision-making structures**

The questionnaire asked for information about the range of activities managed by respondents because the wider role of the secretary within the institution was expected to impact upon the nature and influence of the position. The resulting picture was complex, reflecting the issues about titles and role-range noted earlier, but three broad categories emerged: secretaries who had no other functional responsibilities (12.8%, n=109); those responsible for all administrative functions (20.2%) and those where the functional range was more limited. Where specific functions were managed (67%) they are shown, in Table 19, in rank order (with percentages against the 109 responses received and including multiple responses). A final category of 'Other areas' covers a range of responsibilities not easily classified elsewhere.

The survey questionnaire highlighted, for ease of response, the major functional categories in a typical university administration, but did not include areas such as a legal work or risk management. Both of these functions might therefore be underrepresented if they were not identified by the respondent. Nevertheless, the management of other areas tended towards academic support services, health and safety and human resources. There were relatively few cases where the finance function reported to the secretary, possibly because of 'flatter' administrative structures where, in many cases, the head of finance reported directly to the head of institution.

Another major element of the secretary's role involves participation in the institution's committees, either as secretary or in an advisory capacity. Many respondents felt that they played both roles in their work as secretary to committees, and so, again, the responses provided a complex picture with multiple responses (Table 20). It was not possible to analyse this data further across the survey population, because some institutions do not have certain committees (for example a separate estates committee). Nevertheless, the review of the secretarial and advisory role played by

many governing body secretaries in areas such as finance and audit/risk management demonstrated a role range, and potential influence, that extended beyond the major functional areas directly managed by secretaries in their other institutional roles.

**Table 19: Functional areas managed by governing body secretaries**

Function	Count	% Respondents
No others	14	12.8
All administrative functions	22	20.2
Registry/Academic Services	38	34.9
Health & Safety	27	24.8
Human Resources	23	21.1
Estates	17	15.6
Public/External Relations	15	13.8
Commercial (eg catering, residential etc)	13	11.9
IT/Information Management	13	11.9
Fundraising/Development	11	10.1
Legal/Compliance	11	10.1
Finance	7	6.4
Insurance/Audit/Risk Management	7	6.4
Planning	7	6.4
Industrial Liaison	5	4.6
Student Related (including Sport)	2	1.8
Quality Assurance	2	1.8
Research	1	0.9

**Table 20: Rank order of committee secretary and advisory roles undertaken by governing body secretaries (including multiple responses)**

Committee	Secretary	%	Committee	Advisory	%
Nominations	89	77.4	Finance	47	40.9
Audit/Risk	75	65.2	Audit/Risk	44	38.3
Finance	70	60.9	Senate/Academic Board	39	33.9
Remuneration	59	51.3	Nominations	34	29.6
HR/Staffing	44	38.3	HR/Staffing	33	28.7
Senate/Academic Board	34	29.6	Planning/Strategy	32	27.8
Estates	31	27.0	Estates	31	27.0
Planning/Strategy	30	26.1	Health & Safety	29	25.2
Health & Safety	19	16.5	Remuneration	21	18.3
Commercial	14	12.2	Fundraising/Development	17	14.8
Fundraising/Development	7	6.1	Commercial	15	13.0

A chi-square test of independence examined the relationship between the range of functions managed by the secretary ('no other functions', 'all administrative areas' or a 'limited range of functions') and type of institution ('pre-92' or 'post-92'). On this basis the difference between the variables was significant,  $\chi^2(2, N = 109) = 7.16, p = .028$ . A greater proportion of secretaries in Pre-92 institutions managed the whole administration than in post-92 institutions and a greater proportion of secretaries in post-92 institutions had no other managerial responsibilities outside their governance role.

The implications of the data in Tables 19 and 20 and the chi-square test are twofold. Firstly, the 'representative influence', where the governing body may rely upon the secretary as the 'expert' in the relevant field, may be limited in terms of management roles (particularly in some post-92 institutions) but could remain considerable in terms of committee work, and related decision-making, even in functional areas they do not directly manage. Secondly, the ability of the secretary to work with, and influence, other senior administrative colleagues holding 'expert' roles who do not report to the secretary, may need to be a greater than the 'Registrar' model suggests, but that participation in committee work, either as a secretary or advisor, may be one way in which that influence might be brought to bear.

Membership of the institution's senior management team could also be helpful in this respect, providing the ability to work directly with other senior managers and exchange information more readily with them. The survey revealed that the vast majority of the respondents (80.9%, n=109) were members of the senior management team, although a significant minority (18.2%, n=109) were not. In an attempt to cross-check the interpretation of 'senior management team', respondents were asked if they were a member of the institution's executive group (for example, a Vice Chancellor's Group) (Table 21), which revealed that there were fewer members of the executive group than those who considered themselves to be part of the senior management team.

**Table 21: Governing body secretary membership of the institution's executive group**

Response	Count	%
No response	7	-
Not a member	13	12.6
Member of Executive Group by virtue of senior position	75	72.8
Secretary but not member of Executive Group	8	7.8
Representative of Board	3	2.9
Other role	4	3.9
Total	103	100.0

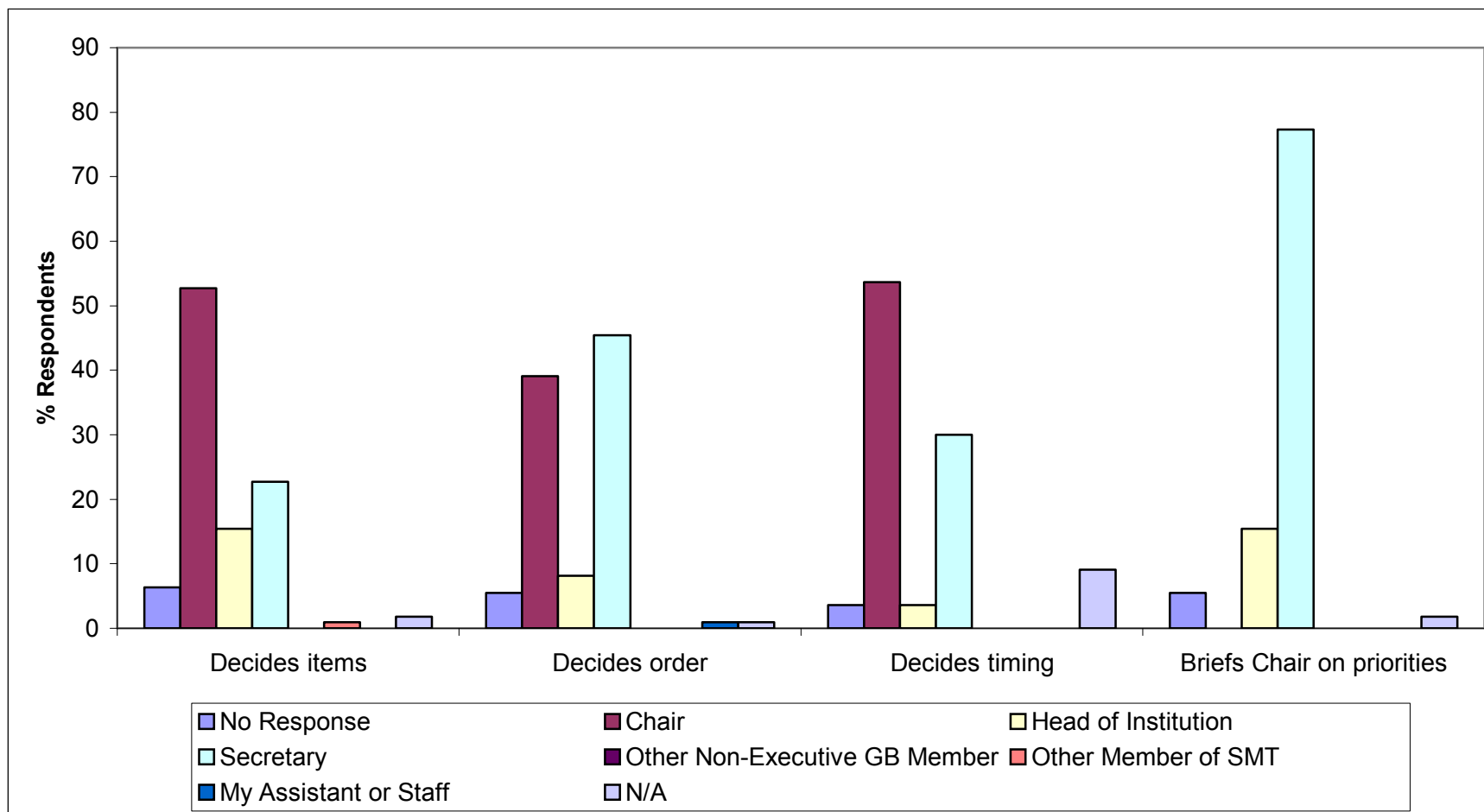
A clear majority indicated that they were a member of the executive group by virtue of their senior position within the institution. Three secretaries jointly classified their membership because of their seniority and because they considered that they were representing the governing body, which has been taken as the primary response for the purposes of this table. Other roles were either as an internal advisor (for example on legal issues) or, in one case, as a member of an 'outer' executive group but not the 'inner' group. Of the 13 people who were not members of a group, 9 responded that they did not consider themselves to be part of the institution's senior management

team, but 4 responded that they did. Three of these were in post-92 institutions and only one was from a pre-92 institution.

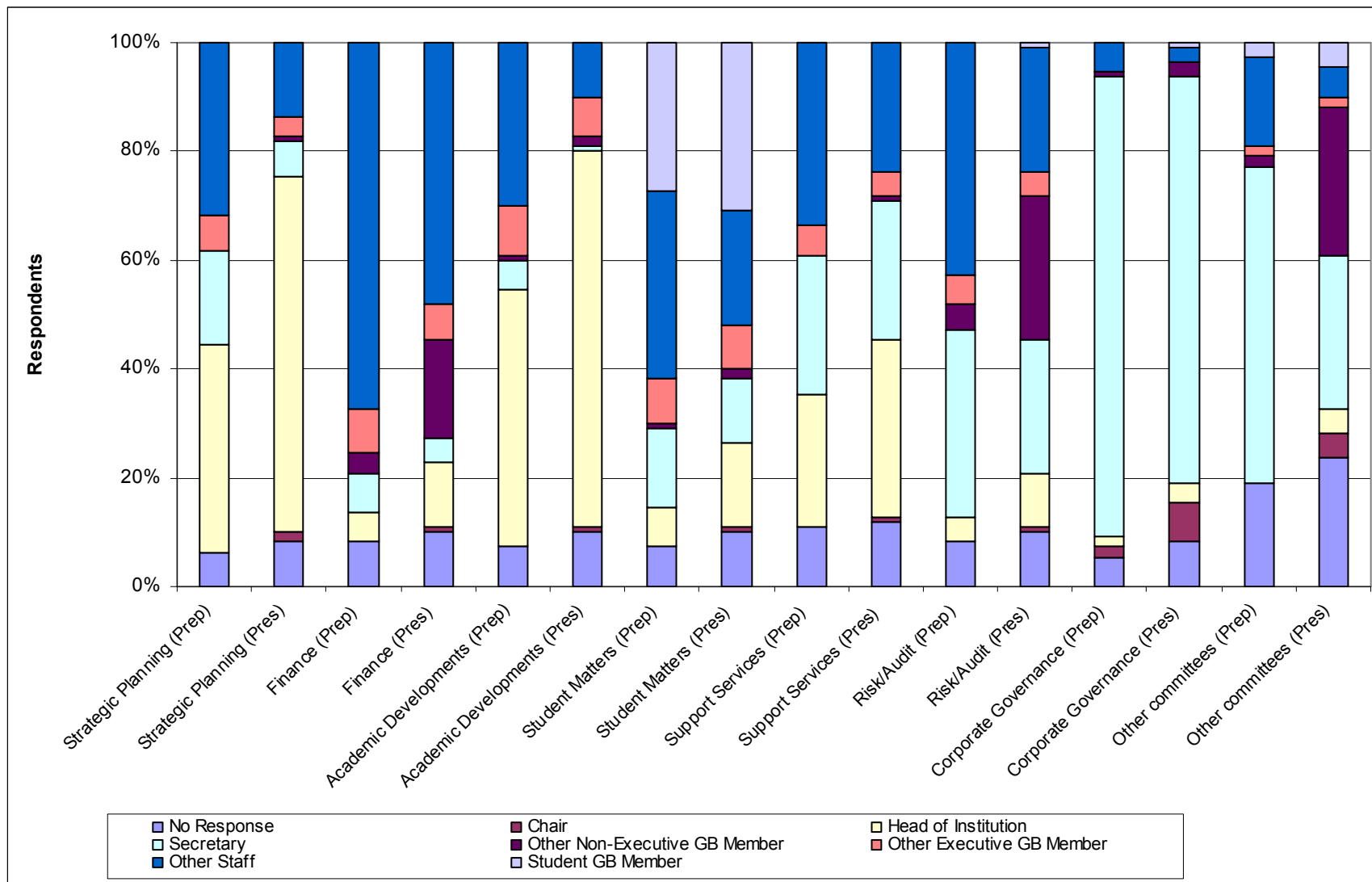
#### **4.3.4 The secretary's role in setting the governing body's agenda**

Some of the most important aspects of the secretary's role include the preparation of the governing body's agenda and of supporting material on which decision-making is based (Petersen *et al.*, 2001, p.559; Kezar, 2006, p.990; Nadler, Behan and Nadler, 2006, p.85). Participation in this element of governing body work appears to be limited to a few key individuals, notwithstanding guidance that suggests that better performing boards have a hand in determining the agenda for their meetings (Ingram, 2005). It is also here that the influence of the chair becomes more apparent, as can be seen in Figure 5. In 56.3% of responses (n=103) it was said that the chair decided which items appeared on the governing body agenda and 41.3% (n=104) had a hand in determining the order of business of governing body meetings. As might be expected, it is the chair who most often (55.7%, n=106) decided the timing of business at governing body meetings, but a significant number of secretaries (31.1%, n=106) also undertook this role. The head of institution decided which items appeared on the agenda in only 16.5% of responses (n=103). In the same number of cases the head of institution briefed the chair on relative priorities for the meeting, though this task was most often carried out by the secretary (81.5%, n=104).

The picture is more complex when looking at the way in which papers are prepared for governing body meetings, and who actually presents this information in the meetings. Much depends upon the other functional responsibilities of the secretary. For example, the major role in preparing papers on strategic planning issues appeared to fall to the head of institution (40.8%, n=103), other staff with a planning brief (34.0%, n=103) or the secretaries themselves (18.4%, n=103), but the presentation of this work most often rested with the head of institution (71.3%, n=101). The head of institution was also predominant in academic developments. The contribution of heads of the finance function could be seen in the preparation of papers (73.3%, n=101) but their presentation was divided between people in this role (53.5%, n=99), non-executive governing body members (20.2%, n=99) and heads of institutions (13.1%, n=99). Other contrasting relationships can be seen in Figure 6, which maps both sets of data against a series of typical governance responsibilities. Some of the more significant contributions of the secretary included support service functions, though this was balanced by contributions from other staff; risk management and audit, where the task of paper preparation was shared with other staff and the presentation with non-



**Figure 5: Tasks related to the preparation of the agenda for governing body meetings**



**Figure 6: The preparation (Prep) and presentation (Pres) of papers/reports to governing bodies by role and topic**

executive governors (most likely the chair of the audit/risk committee); and in the preparation of summary reports of committee meetings, though, again, their presentation was split between the secretary and a non-executive governor (most likely the chair of the relevant committee). In work relating to corporate governance systems, the secretary took an overwhelming lead in both the preparation (89.4%, n=104) and presentation (81.2%, n=101) of information to the governing body.

The interviews provided further detail on working practices which, again, varied widely from institution to institution. Much depended upon the relationship between the chair, the head of institution and the secretary, with elements of institutional custom and personal style determining how often each might get involved. In some, it was a formal process, with regular meetings between a wider set of key governors, usually the committee chairs, and the executive. Even so, the process was often (78%) initiated by the secretary:

“We don’t usually discuss agendas much in advance of the agenda being produced. He doesn’t want to see the agenda pre the agenda if you like; the university’s business is a juggernaut that moves along.....”

“...There maybe instances where there’ll be a particular issue and he will ring me up or pop in, or email me these days, and say, ‘Are we going to talk about X or Y or how should we handle that?’, but generally it’s down to me to produce the agenda.”

Pre-92 Secretary (A)

In some cases (44%), whilst it was left to the secretary to provide the necessary information, the business to be conducted was subject to review by the executive:

“In terms of which business we put to council where there’s a choice, which things we engage them in, in discussions, and which things we put to them as clear recommendations, not expecting them to engage in much of a discussion – ‘this is the executive’s view, please agree’ - then we’ll talk about that on the senior management team because you can’t have council trying to micro-manage or second guess the executive.....On the other hand you’ve got to get them sufficiently engaged in what’s going on so it’s an interesting job and you can tap their expertise, otherwise why are they sitting there?”

Pre-92 VC (M)

The preparation of high quality papers for the governing body was an issue of considerable importance to the majority of interviewees (89%), and was one over which certain participants had firm views:



"The secretary plays a huge role in a whole number of ways. First of all he tends to be responsible for the preparation of all the papers so if they come forward in a sensible, well organised, proper executive summary, that's a huge plus, and if they come forward thirty pages filled with jargon and incomprehensible to lay people, it's an absolutely massive minus."

Pre-92 Chair (N)

In order to deal with this matter, secretaries took a keen interest in the papers to be presented to the governing body, refining them where necessary to ensure that they were clear and appropriately structured:

"I'm not very likely to interfere very much with a paper unless I think it's wrong, or if I think the recommendations are unclear.....We like to have a clear recommendation at the end of each paper, and I will change a recommendation but I would talk to the report writer if he is available. And so I'd change the recommendation without changing the tenor of the paper, I would change the recommendation, 'because this is what you meant to say'. Making sense of it, yes, not changing the direction of it. I think there is an expectation that if I'm not happy with a paper, I wouldn't just send it out....."

Post-92 Secretary (K)

"Apart from papers that are routinely presented in a standard format, there isn't a paper that goes out, without my having seen it, to the board or the board's committees. I always scrutinise them, I mean standard committee servicing stuff, to make sure that it's clear at the outset what the committee's being asked to do with it, it's clear at the end of the paper whether there's a decision or whether the committee is being asked to simply receive it for information and, if so, what the nature of that decision is,.....whether the resolutions are couched appropriately, all of those sorts of issues, whether sufficient information is available for the board to take an informed decision..."

Post-92 Secretary (F)

In this particular case, the intervention could also extend to those papers produced by the head of institution:

"I'll write papers and when I write a resolution or something, my resolutions end up in the format of, 'hey guys, will you agree this and give me total power to get on with it'. By the time [the Secretary's] had a go at it, it's a slightly greater level of formality. That's the way it works, it's a collaborative process...."

Post-92 VC (E)

The aim of this was to ensure that the best possible information was presented to the governing body:

"I think that's part of the role in a way....As you know I've got an assistant secretary....I would expect her.... to ensure that colleagues are actually writing papers of the right calibre and the right type. But also certainly because of my role as Registrar, who's writing the papers, the senior officers in the functional areas, so clearly there is some influence there about actually what is being presented in terms of arguments or debate for Council. Council can't free form ideas precisely at their meeting can they? There has to be some balance between them clearly being able to take a view, and being clear that they're not just rubber stamping, but equally feeling that they're getting good advice from senior officers and the Vice Chancellor and his team, about what should be done."

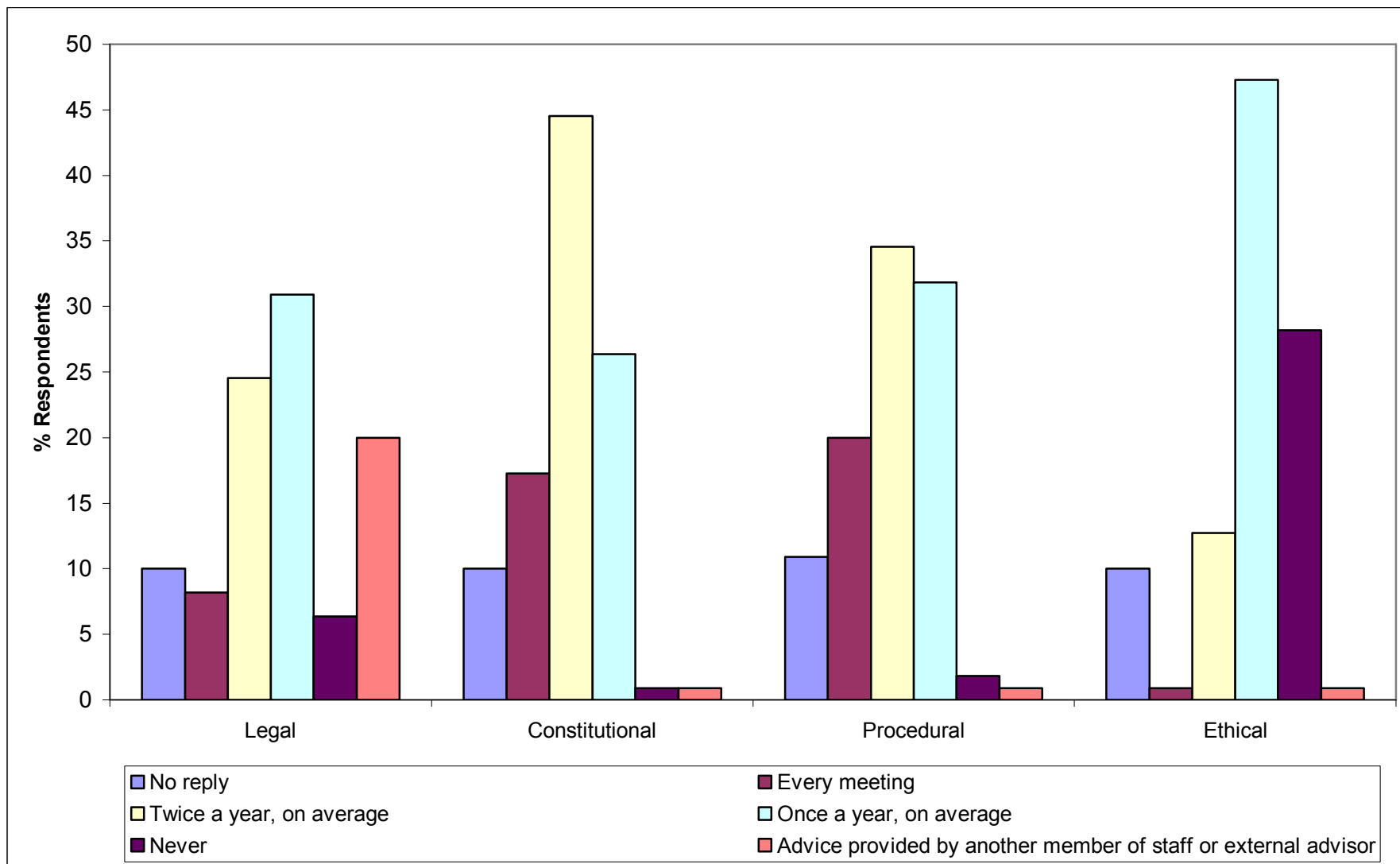
Pre-92 Secretary (O)

#### 4.3.5 Providing advice to the governing body

The ability of the secretary to provide information and advice to the governing body, and the frequency with which they have to do this, could determine the influence that they are able to show in their 'expert' role during governing body meetings. In some institutions there is a tendency for the secretary not to contribute greatly to meetings unless it is on a specific issue concerning a governance or regulatory matter, whilst in others the secretary has much more of a free rein. The survey attempted to investigate this issue by asking how often secretaries had been required to provide advice to their governing body on a range of governance topics over the last three years. The topics were defined as:

- **Legal** advice to support decisions concerning institutional business;
- **Constitutional** advice (including institutional governance arrangements);
- **Procedural** advice (for example, on meetings procedure or related matters such as the powers of the governing body);
- **Ethical** advice (to ensure that high standards of governance were maintained by governing body members).

Legal advice (Figure 7) is provided by another member of staff or an external advisor in about 20% of cases, but the responsibility for most legal and other types of advice rests with the secretary. Some secretaries responded that their governing bodies required legal, constitutional or procedural advice at each meeting of the governing body. In order to test which types of institutions these were, a simple analysis was conducted. Institutions were included where the returns indicated that they had:



**Figure 7: Advice provided by secretaries to their governing bodies over the last three years**

- At least two responses of 'Every Meeting' in the legal, constitutional and procedural categories, or;
- At least one 'Every Meeting' response in any of the aforementioned categories plus a 'Twice a Year' return in the Ethics category (for which no institution had indicated an 'Every Meeting' return)

The results (Table 22) show a close relationship between the pre-92 and post-92 university governing bodies, with very few institutions in the 'University Title Just Obtained' (which had recently been HECs) or HEC groups. When the results for the universities were analysed further (Table 23), the range of types and sizes suggested that this was not simply a feature of the scale of operation, and assumed complexity, of the institution. Whether it also implied that certain governing bodies required a relatively high degree of support, at least in the perception of their secretary, was unclear because this was not a statistically robust classification. Nevertheless it began to provide an insight into the varying roles played by secretaries in the conduct of governing body meetings and the way in which they could be called upon, sometimes on a routine basis, to advise the governing body in important areas of its activities.

**Table 22: High levels of advice provided to governing bodies by institution type**

<b>Institution Type</b>	<b>Count</b>
Pre-92	8
Post-92	8
University title just obtained	1
Higher Education Colleges	2
<b>Total</b>	<b>19</b>

**Table 23: High levels of advice provided to governing bodies by type and size of institution (student numbers)**

<b>Institution Type</b>	<b>Institution Size (Student Numbers)</b>				
	5-10,000	10-15,000	15-20,000	20-25,000	>25,000
Pre-92		2	5		1
Post-92	1	1	3	1	2
<b>Total</b>	<b>1</b>	<b>3</b>	<b>8</b>	<b>1</b>	<b>3</b>

The type of intervention by a secretary can extend to dealing with extremely sensitive issues where the interests of the institution need to be placed before those of individual governors. These can sometimes involve handling 'conflicts of interest' where the secretary has to manage a breakdown in the fiduciary relationship between the member and the governing body or in some other form of governance relationship.

Conflicts of interest can also occur in the personal dealings of the secretary with the governing body, particularly in relation to other senior management responsibilities they hold in their post. A considerable element of judgement is required to deal with these issues, backed by constant personal questioning of the secretary's own motives, ethical stance and actions in their governance practice. This is an issue rarely covered in studies of higher education governing, but it is fundamental to the independent role that the secretary is supposed to have, and the influence that they may be expected to exert in difficult circumstances.

Survey participants were asked to identify whether they had dealt with a conflict of interest in their role against three specific categories. The results are shown in Table 24. The overall counts mask a wide variety of responses, with a number of secretaries reporting more than one type of conflict.

**Table 24: Responses to the question, 'Have you ever had to deal with a conflict of interest?'**

<b>Response</b>	<b>Count</b>
No response	11
Yes - in relation to role as secretary and as a senior manager	24
Yes - between members of the governing body	16
Yes - in relation to a member's role on the GB or other institutional business	41
No	44
<b>Total</b>	<b>136</b>

It was apparent that conflicts of interest were reasonably well-spread across the sector. In fact, a conflict was reported by the secretaries of 56 institutions, nearly 51% of the total sample of survey participants. It was not possible to determine from the survey more precise details about all of the types of conflicts that had been encountered, and it may be that what one secretary perceived to be a conflict might not have been reported by another. The responses therefore need to be treated with care. Nevertheless, the extent of the reported levels indicates that there is an underlying need for secretaries to be able, and prepared, to use their influence to resolve difficult governance problems.

To try to understand this issue in a little more depth, the incidences of high levels of advice reported in Table 22 were mapped against reported incidences of conflicts of interest. An extended typology took account of all cases where secretaries had reported that they provided advice on a particular governance area at the 'Every Meeting' level, or where the category for 'Ethical' advice was reported as taking place at the 'Twice a Year' level. The matched types were:

- **Type A:** 3 advice types at 'Every Meeting', plus a rating of 'Twice a Year' for ethical advice
- **Type B:** 2 advice types at 'Every Meeting', plus a rating of 'Twice a Year' for ethical advice
- **Type C:** 1 advice type at 'Every Meeting', plus a rating of 'Twice a Year' for ethical advice
- **Type D:** 3 advice types at 'Every Meeting', plus a rating less than 'Twice a Year' for ethical advice
- **Type E:** 2 advice types at 'Every Meeting', plus a rating less than 'Twice a Year' for ethical advice
- **Type F:** 1 advice type at 'Every Meeting', plus a rating less than 'Twice a Year' for ethical advice

In each of the above cases institutions were only counted if they reported at least one of the three categories of conflicts of interest. A further type (Type G) was used to identify institutions where no advice types were reported in the 'Every Meeting' category and the ethical rating was less than the 'Twice a Year' value, but at least one category of conflict of interest had been reported. The results of this classification were then mapped against institution type (Table 25).

The results showed a relatively high proportion of conflicts reported by pre-92 (10) and post-92 (7) institutions where advice types were less than 'Every Meeting' or the 'Twice a Year' Ethical category. There were instances, however, when high advice levels were accompanied by high levels of reported conflicts of interest, notably in post-92 institutions (at the 2 types of conflict level) and pre-92 institutions (at the 3 types of conflict level). By comparison, those institutions that had just moved to University status and the Higher Education Colleges had relatively low advice levels and reported conflicts of interest.

Although these results merely provided observations which would be difficult to test statistically because of low values and the lack of a robust technique to classify advice types, they suggested that the balance seen in Table 22 between pre- and post-92 universities, in their requirements for advice and steering by the secretary, may be distorted by the relative complexity and frequency of reported incidences of conflicts of interest. In particular, it should be noted that it was only in pre-92 institutions that cases of high levels of advice were seen with conflicts experienced in all three reportable categories, although the case numbers were relatively low. By weighting the responses (Table 25) it was nevertheless possible to construct an approximation of

**Table 25: Analysis of institutions where high levels of advice are provided by secretaries, and their relationship with reported conflicts of interest, by institution type**

High Levels of Advice Provided by Secretary (see Figure 5 for Advice Types)		Weight	No Reported Conflicts of Interest Weighted 1				1 Type of Conflict of Interest Weighted 2			
			Pre-92	Post-92	UTJO*	HEC	Pre-92	Post-92	UTJO*	HEC
Type A	3 types 'Every Meeting' plus high 'Ethical' value	7								
Type B	2 types 'Every Meeting' plus high 'Ethical' value	6		1			1			
Type C	1 type 'Every Meeting' plus high 'Ethical' value	5					2		1	
Type D	3 types 'Every Meeting'	4								
Type E	2 types 'Every Meeting'	3	1	2				1	1	
Type F	1 type 'Every Meeting'	2	3				3	2		
<b>Sub Total</b>		-	4	3	0	0	6	3	2	0
Type G	No 'Every Meeting' or high 'Ethical' responses	1				1	10	7	2	
<b>Totals</b>		-	4	3	0	1	16	10	4	0

\* University Title Just Obtained

High Levels of Advice Provided by Secretary (see Figure 5 for Advice Types)		Weight	2 Types of Conflict of Interest Weighted 3				3 Types of Conflict of Interest Weighted 4			
			Pre-92	Post-92	UTJO*	HEC	Pre-92	Post-92	UTJO*	HEC
Type A	3 types 'Every Meeting' plus high 'Ethical' value	7		1			1			
Type B	2 types 'Every Meeting' plus high 'Ethical' value	6		1			2			
Type C	1 type 'Every Meeting' plus high 'Ethical' value	5								
Type D	3 types 'Every Meeting'	4								
Type E	2 types 'Every Meeting'	3	1	1			1			
Type F	1 type 'Every Meeting'	2	1	3					1	
<b>Sub Total</b>		-	2	6	0	0	4	0	1	0
Type G	No 'Every Meeting' or high 'Ethical' responses	1	2	1		1	2			
<b>Totals</b>		-	4	7	0	1	6	0	1	0

complexity in the reported experiences of secretaries when working with their governing bodies. Table 26 indicates that pre-92 institutions may, on this proxy basis, provide a more complex working environment for the secretary, when measured across the survey sample, than other higher education institutions, even when adjusted for the total number of survey respondents in each type category. In the adjusted figures, those having just obtained university title revealed a slightly higher index than post-92 universities, possibly reflecting the assessment processes in which they had been engaged in the period immediately before the survey.

**Table 26: Reported advice/conflicts scores by type of institution (total weighted averages)**

Type of Institution	Advice/Conflicts Score (Total Weighted Averages (TWA))	TWA/No of Type Respondents
Pre-92	190	4.13
Post-92	109	3.40
University Title Just Obtained	28	3.50
Higher Education Colleges	4	0.16

The approximations involved in this analysis, together with the problem of singling out particular variables on which to base judgements about the state of governance in the sector has a number of difficulties. The results of this test should therefore be seen as an indication of the relative need to apply ‘expert’ aspects of the role of the secretary rather than providing evidence of differences between types of institution that might suggest that some governing bodies are more difficult to manage than others. Many other variables may play a role, including the timing of the survey; the timing of the conflicts of interest dealt with by the secretary (which may have been historical rather than in their current post); the style of other key players in the governing body and the way in which this impacts upon the secretary; or the understanding of the role and responsibilities of members of the governing body. At the same time, some of the conflicts of interest were related to the balance of the secretary’s role and other roles rather than with other people. These types of conflicts may or may not be as easily managed as the other categories, and this factor was not reflected in the weighting scores because the relative complexity of each case was unknown. What the analysis does point to, however, is that a large proportion of secretaries have had to deal with difficult personal, or interpersonal, issues outside the relationship boundaries that need to be managed as a normal part of their role.

The wide-ranging nature of the secretary’s duties, including, in many cases, involvement in the senior management team and in a range of formal and informal



institutional decision-making arenas, means that somewhere along the line, the problem of how to manage relationships, and to balance potential conflicts generated by the different models adopted for the secretary's role, must arise. For those interviewees looking at this issue from the institutional angle, the senior manager/secretary model was often considered to be a 'unitary' system, where the roles of senior manager and secretary to the governing body were combined in the same person. However, this simple classification does not take account of the separation of responsibilities expected from the holders of such posts. By turning the spotlight on the secretary's relationships with the executive and the governing body, it may be more appropriate to regard such a structure as having a dual-role.

The need **to** deal with this type of duality, particularly in working relationships, was identified by all of the **interviewed** 'internal' secretaries (78%):

"I mean it's always a challenge, not because every time an issue comes up there are obvious conflicts of interest or whatever else but I think you get into the mindset almost of trying to step outside yourself whenever there is an issue coming up and saying, 'well okay, take off that hat, look at it from a council point of view'. I think you just get used to that approach of almost being schizophrenic and trying to look at it both ways."

Pre-92 Secretary (A)

Preference for a 'dual-role', where the secretary has other senior management responsibilities, or a 'single-role' where the secretary dealt only with governance matters, was largely related to the system currently in place. Despite the issues with 'duality' interviewees with this structure could not see how a single role approach would work because of the way in which the secretary was expected to be the person able to act as a link between the governing body and management:

".....We believe here that the arguments and advantages of keeping the two combined outweigh the disadvantages. The disadvantages are that if we went about our work in a different way, you could have an inherent conflict within one person, that's the disadvantage. However here there's enormous advantages in that the key individual provides the bridge between governance and management, and there is no reason at all why that bridge can't be one based on harmony and cooperation and positive aspects as opposed to negative ones."

Pre-92 Chair (B)

"I'm the integrity chip if you like, able to identify issues that members of the management team are merrily progressing as part of their management roles, and identify the point at which some intervention of the board may be necessary in the decision making process. So I think there's enormous value to the institution and to the board in having somebody who's a permanent employee and aware of what is happening across the university at corporate level, and engaged in daily discussions with the senior management team."

Post-92 Secretary (F)

“.....Certainly in your first few years in a big institution you need someone who really knows what’s going on, not so much from the governing body point of view but from a straightforward management of the administration,.....and if there’s a unitary system, it is natural for that person to be secretary to the council because they can meet all of the ‘knowing what’s going on’ requirements.”

Pre-92 VC (M)

There were a limited number of cases (33%) where the dual role had, at least, been questioned, either as part of succession planning for the secretary’s post, a review by auditors or because of other governance work:

“It’s something that we’ve looked at. It’s something where we haven’t really felt that the resource is something that you could justify, plus the fact of course that anybody who takes on the role of clerk has got to have an understanding of the institution as well..... Though the questions have been raised, we’ve always come back to the same answer: that we can’t justify splitting the responsibilities, neither can we justify it in terms of the relationship with those responsibilities.”

HEC Principal (W)

In most cases, however, there remained a clear desire to keep the model known to the institution, to the extent that it was not even questioned:

“I’ve not personally had it challenged.....I think that actually my experience is that if the council members consider you to be competent, then frankly they probably recognise that your role as an advisor to them is enhanced by the fact that you have a deep understanding and stake in the way the university is being run, which ought to be helpful to them in an advisory role. I know that other universities operate differently and clearly I’m prejudiced in the way that I am used to, but I do actually think that is true.”

Pre-92 Secretary (O)

In those institutions with an external secretary (22%) the desire to maintain the independent role was particularly clear. Sometimes this was borne out of previous experience of an ‘internal’ post holder where support for the governing body had not worked well, and there had been a wish, on the part of the governing body and the institution, to separate the secretary’s duties from other senior management responsibilities. Once established, a single-role approach was thought to have particular strengths, particularly, but not only, amongst the chairs to governing bodies:

“....it’s perfectly true that you could have somebody inside the organisation but if you’re inside the organisation, you’re directly accountable to the Principal, therefore you have a hierarchical situation. You may or may not wish to draw attention to certain things, maybe more or less easy to do so, but our external secretary.....simply concentrates on the legal issues and has no other responsibility and is accountable only to the governors.”

HEC Chair (G)

"I do actually quite like the simplicity of the accountability arrangements and the very specific nature of the task here, and it does not confuse many of the aspects of governance with executive responsibilities....Therefore the position of the secretary is pretty well protected, as it were, from potential pressures of being part of an executive machinery that actually intersects with the executive function of the Vice Chancellor as chief executive."

Post-92 Chair (J)

"Because we've gone through various iterations in the six years since I've been in college, the secretary does have a clear job description and person specification.....There's a strong view that the governing body should have independence of support. I go along with that."

HEC Principal (I)

Some institutions have adopted a structure where the secretary's role, though identified in the statutes or governing instruments, is a nominal position held by a senior administrative member of staff, and another person is principally responsible for the work of the governing body. This approach, somewhere between the dual-role 'Registrar' (in their multiple guises), and the external single-role, introduces a further level of complexity into the single role model, such that it could be reclassified as either single-role (external) or single role (internal). The latter introduces the prospect of a further relationship between the 'working' secretary and the nominal secretary that needs to be navigated by both parties, and, for that matter, the chair and the head of institution. The secretary, in such cases, is not independent of the executive, but may also not be able to establish quite the same working relationship with the head of institution as in the dual-role approach. In one example, the nominal secretary highlighted the need for a close relationship with the person engaged in the detailed day-to-day work of the governing body:

"....Often in more operational aspects of strategic matters, I would delegate the day to day communications. If it's agreeing agendas or matters of organisational matters around organising induction programmes or those types of things, I will just, enable [the person] to do that on his own. I mean, we talk a lot, we work together very closely so we have regular briefings; there's nothing really happening at that level that I'm not fully aware of and he wouldn't be going off and doing things that I wouldn't have asked him to do in a sense....."

Pre-92 (Nominal) Secretary (U)

Despite this high level of co-operation and close working, there remained concern, in 44% of cases, about the ability of the 'working' secretary to have direct access to the head of institution, an issue that might be considered by institutions seeking to establish governance units under the charge of a 'nominal' secretary:

"I...feel... that the secretary to the council ought to have a way to the Vice Chancellor. I think that the Vice Chancellor also ought to recognise that the council is the governing body, that this person serves that governing body.....Now if those relationships are not working at the appropriate level, then there are great difficulties."

Pre-92 Chair (Q)

#### 4.4 Conclusion

The analysis of the role of the secretary provided an insight in to the way in which the management of governance takes place in higher education institutions. The fieldwork found that the role remained a generalist administrative activity and that there were very few secretaries qualified in the field of 'corporate governance'. The part played by professional qualifications also did not appear to be significant when compared to experience, and the ability, to act as a safe pair of hands in the management of the governing body's work. Nonetheless, the 'expert' contribution of the secretary on corporate governance and matters of a legal nature was apparent in the analysis of advice provided to governing bodies in recent years.

Other areas, such as the contribution of the secretary to the operation of the Nominations Committee and governor induction, which provide 'early contact' with new governors, and responsibility for setting, or at least contributing towards, the agenda for the governing body, all provide, to varying degrees, potential points of influence in governance processes. Even when the direct inputs to governing body meetings may be restricted to specific functional domains, the presence of many secretaries at sub-committees is likely to impact upon decision-making in these areas.

There appears, however, to be a lack of clarity around the reporting lines of the secretary, with 34% (n=109) of respondents suggesting that they either report to the governing body or the head of institution, rather than the chair, as recommended in CUC guidance. The secretary, in such cases, might require a particular awareness of the political and ethical considerations arising from the act of balancing the role with other institutional duties, and the way in which the two functions are effectively separated. Appraisal arrangements, also vary widely, with 29.7% (n=101) of respondents having no input from a member of the governing body. Again, the oversight of the secretary's activities suggested by the CUC may not always be seen in practice.

It was nonetheless evident from this analysis that the secretary's role concerned the safeguarding of governance standards. On occasion the secretary may be involved in handling conflicts of interest that can emanate from their own responsibilities, or from relationships within the governing body. This is the most difficult balancing act of all, in that it depends upon the ability of the secretary to navigate a complex environment of relationship management, see what is going on and, on occasion, to intervene, whilst at the same time remaining independent. Intervention can carry a degree of personal risk, but it is a fundamental requirement of the role, and one that, from this study, appears not to be being ignored.

In summary, there was much from the analysis of the survey data and interview material that suggested that the role of the secretary was critical to institutional governance and may have grown in importance, in parallel with the place of governance within the HE system, in recent years. There were also indications, however, that the influence of the secretary was bound up with issues of working relationships with the chair and the head of institution, requiring further insight into the nature of those relationships and their impact on the effectiveness of governance arrangements.

## CHAPTER 5

### RESEARCH RESULTS AND ANALYSIS: WORKING RELATIONSHIPS AND THE INFLUENCE OF THE SECRETARY

#### 5.1 Introduction

This chapter investigates the influence of the secretary when working alongside others in the delivery of governance and the management of governing. The results from Chapter 4 pointed to a 'triadic' relationship between the chair, head of institution and secretary, so this set of relationships provides a focus for the survey and interview analyses that are, again, combined to bring a practice-based context to the research.

Investigating the application of influence by direct means was unlikely to be possible without detailed longitudinal or observational studies, each of which had practical problems, such as the observer effects, described in Chapter 2. Influence can also take many forms, making it difficult to capture aspects of hidden thought and meaning (Pettigrew *et al.*, 1998; van der Walt and Ingley, 2003). An indirect approach was therefore employed, using survey and interview questions about the relative influence of the secretary, chair and head of institution, combined with other measures to gain a broader picture of the working relationship between these individuals and their potential areas of influence. The first section of the chapter considers the time spent by the secretary on governance business with the chair and head of institution. The perceptions of secretaries about the time spent by the chair and head of institution on governance work are then explored, to uncover messages from the data about the contributions made by key players in the governance system, some of which are tested by statistical means. The cluster analysis described in Chapter 3 is extended to characterise each cluster group by way of other survey variables, and to consider perceptions of influence provided by each group via the survey questionnaire.

The second section investigates further the relationship between the secretary, chair and head of institution, by drawing on the 'voices' from the interview material to illustrate positive and negative aspects that might impact upon the secretary's influence. The third section returns to the analysis of perceptions of influence, but this time concentrates on the views of the three key players gathered from several institutions during the interview sessions. These results are compared with the wider survey sample to see where the secretary features most strongly in influencing governance and governing in their institution.

## **5.2 How does the secretary work with other key individuals?**

People engaged in the work of the governing body might spend a varying amount of time with the secretary and their level of contact could impact upon the influence of the secretary in their dealings with the person concerned. It is recognised that influence can not be directly related to the time people spend together. A greater amount of time could, for example, be the result of the perceived need of one party to provide more assistance to the other, the product of a person who is overly interventionist or simply the inefficient use of time by one or both parties. The amount of time can also vary depending upon the circumstances of the parties or their institutions. More time may be spent between the secretary and the chair, for example, during the selection process for a new head of institution, in conjunction with board effectiveness reviews or at a point of crisis for the organisation. Notwithstanding these important caveats, the analysis was expected to shed light on the relative importance of key governing relationships.

The survey asked participants to state, on average, how many hours per month they had contact on governing body business, including agenda preparation, with various categories of governing body members. The response rates varied significantly (Figure 8), with 'no responses' ranging from 15 participants in the case of chairs and heads of institutions to 47 and 45 participants respectively for vice chairs and treasurers. In the latter case, this may simply be because the position is not seen in every institution, so the results should be treated with caution. Nevertheless they indicated some wide variations in practice that were thought worthy of further investigation. Analysis was conducted using the Kruskal-Wallis test, a non-parametric alternative to a one-way between-groups analysis of variance (Levin and Rubin, 1998). Time spent by the secretary with a range of individuals was tested against the following categorical variables:

- Type of institution
- Size of institution
- Region in which the institution was based
- Age of the secretary
- When the secretary was appointed
- Immediate sector background (Private, Public, HE)
- Principal work background
- Professional qualifications held by the secretary

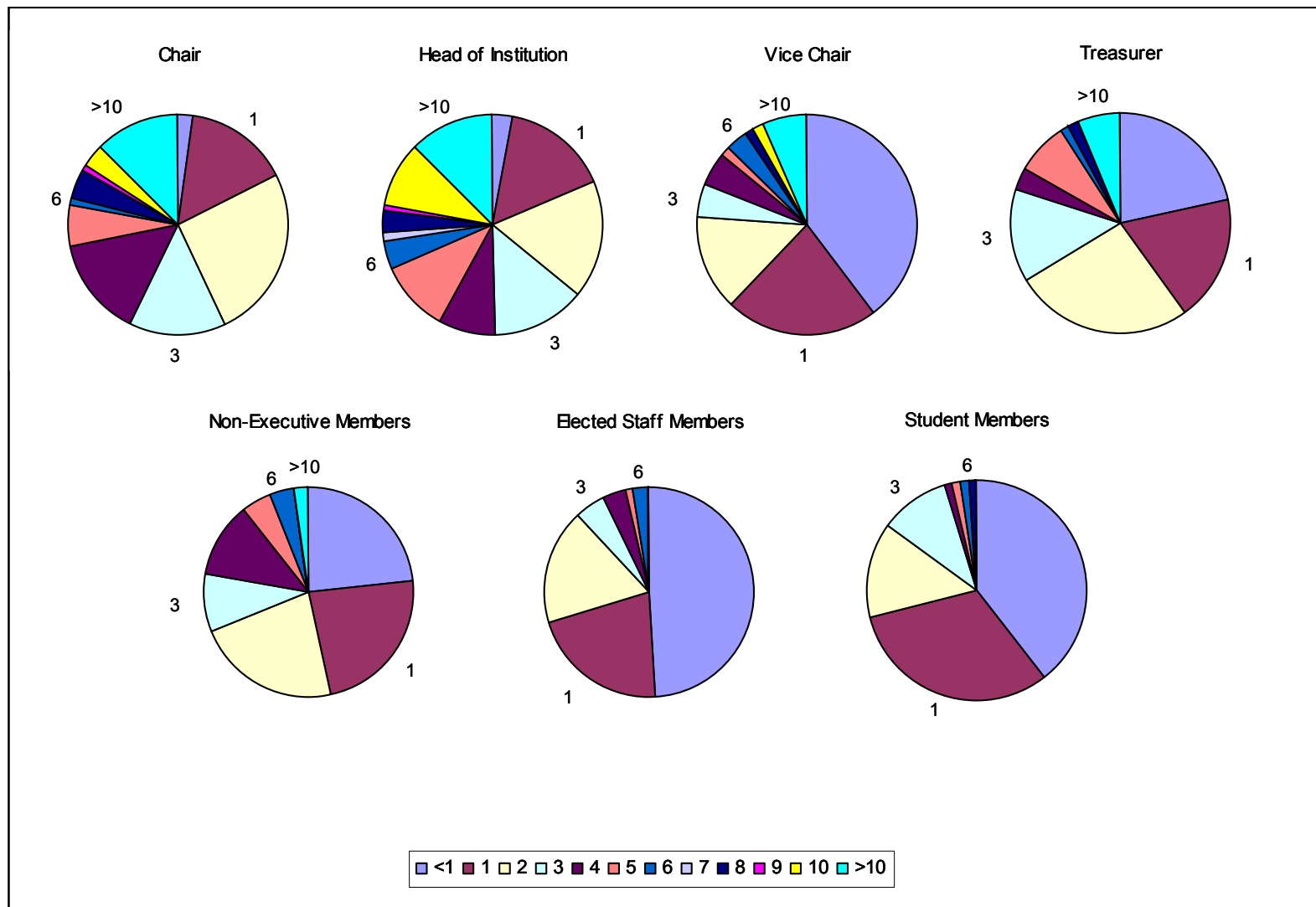


Figure 8: Time spent by the secretary with members of the governing body (hours per month)



Table 27 summarises the statistically significant results. The relatively high level of contact with the chair and treasurer in smaller (but not the smallest) institutions could be the result of work, at the time of the survey, on degree awarding powers and university title being conducted by some institutions in this size category. There were, however, two well established pre-92 institutions that fell into this group. The results for the 'Over 60' secretaries, showing a wider group of significant working relationships, were of particular interest. Only two secretaries in the 'Over 60' age range came from institutions in the 3,001-5,000 size category, and none had an immediate background from the private sector or a career history principally in HR administration, so these working practices appeared to be distinctive, signalling a degree of relationship building outside the chair and head of institution 'triad' that is relatively higher than in other age categories. Whether this is related to the institutional culture, or the 'wise counsel' of older secretaries is unclear, but given the much reported changes in managerial approach within the sector, time spent with staff and student members may still be seen by this group as an important factor in managing governing relationships within the wider institutional community.

A series of questions was asked to try to establish the contribution made by members of the governing body and the secretary to the work of the governing body. As a proxy measure, secretaries were asked to indicate the number of days various categories of people spent on these tasks. The results are shown in Figure 9. Again, it was necessary to remove non-responses from the sample, and these were significant in some categories, possibly for the reasons noted in the previous analysis. Whilst the non-participant figures for the chair (19), head of institution (21), secretary (20) and non-executive members (16) were fairly constant, those for the vice chair (38) and treasurer (43) were much higher. Despite this, the data again reveal some interesting insights. Chief amongst these is the high level of days believed to be spent by the secretaries on governance work, and the two main bands for the chair, peaking in the first instance at 21-25 days and reoccurring with a second group of 'high-input' chairs in the 46-50 and >50 days categories. Heads of institutions show a slightly more fluctuating trend, with peaks at 11-15 days and in the 25-35 days range, with similar levels to chairs in the 46-50 and >50 days categories. Of equal interest, however, was the proportion of 'high input' treasurers (ie above 30 days) even though the returned data for this category was lower than that of most other groups. This could indicate that despite smaller numbers, and a relative lack of contact with secretaries (see Figure 8), they are an active group within governance systems.

**Table 27: Summary of Kruskal-Wallis Test of time spent by the secretary with other members of the governing body**

Time spent with:	Type of institution	Size of institution	Age of Secretary	Background of Secretary	Mean Rank	Chi-Square	df	Asymp. Sig.**
Chair	Post-92	3,001-5,000		Private sector	57.27	13.653	6	0.034
Treasurer or equivalent		3,001-5,000			55.81	18.083	6	0.006
Non-executive members					53.74	6.912	2	0.032
Non-executive members					54.88	6.551	2	0.038
Treasurer or equivalent			Over 60		51.21	7.898	3	0.048
Elected staff members			Over 60		66.44	12.877	3	0.005
Student members			Over 60		66.44	9.412	3	0.024

\*\* Significance level 0.05

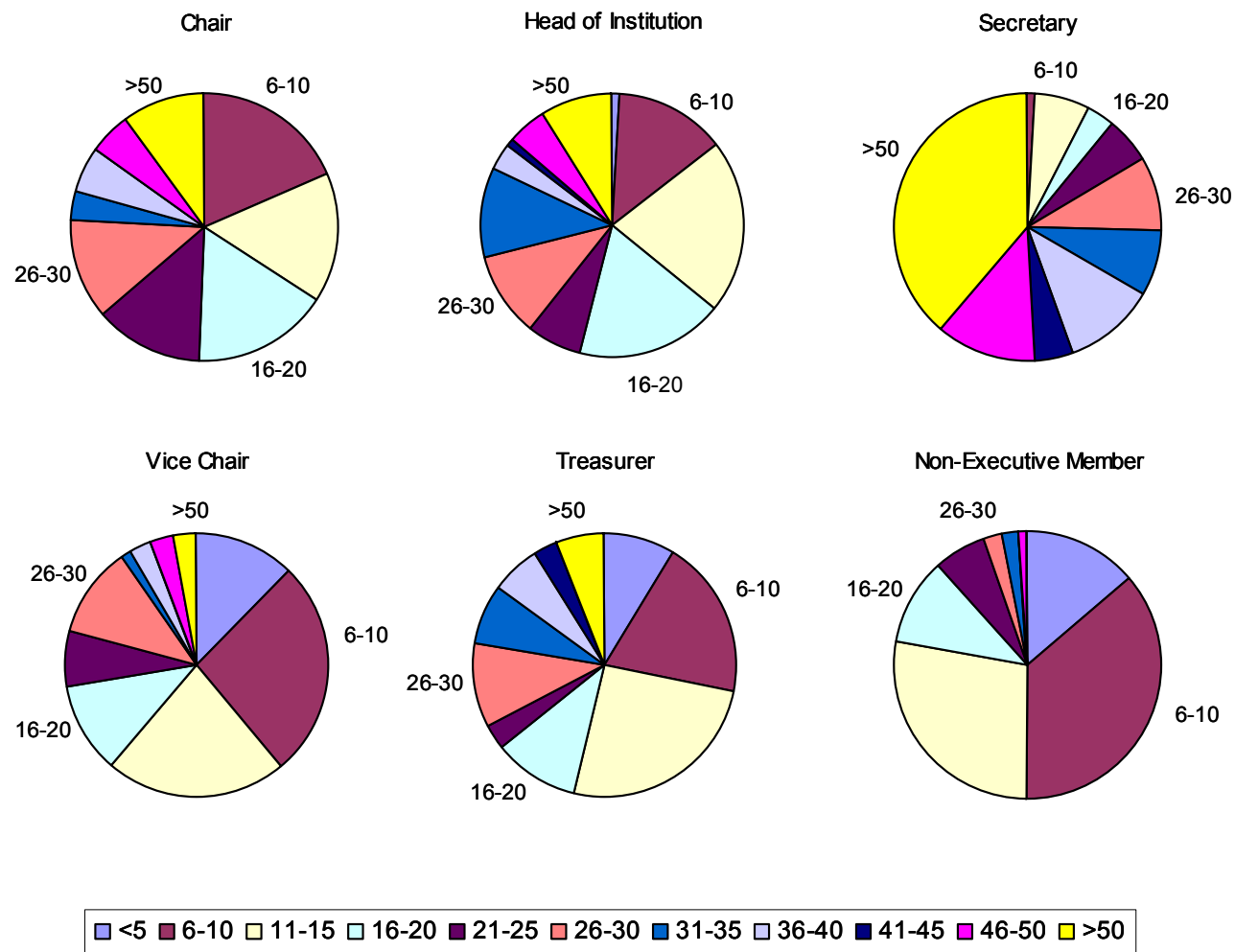


Figure 9: Perceptions of secretaries on the time spent on governance activities (days per year)

The mid point on each category of days, with the top category set at 52 days, the highest response given to this question, was used to compute a weighted average of the number of days spent on governance per year. The ranked results are much as expected, except that the treasurers spend, at just under 20 days, more time, on average, than vice chairs at just over 16 days per year (Table 28). Because these figures are averages, they may not sound familiar to some institutions, but they may at least help establish the general relativities of time spent on governance and the apparent similarity of time spent by the chair and head of institution on this field of work.

**Table 28: Weighted average days spent on governing body work per year**

Category	Weighted average days pa
Secretary	40.11
Chair	23.84
Head of Institution	23.81
Treasurer or equivalent	19.73
Vice Chair	16.38
Non-executive member	12.10

The cluster analysis introduced in Chapter 3 suggested that there could be 3 ‘groups’ of institutions in which the time spent by various people on governance could be characterised by institution type. However, a closer inspection of the membership of the clusters revealed that each contained all types of higher education institution in different proportions (Table 29).

**Table 29: k-means cluster analysis of time spent by key people on governance**

Cluster	Pre-92	Post-92	HECs	Total HEIs	No of complete cases	Mean days in complete cases	SD	Interview sites
1	12 (26%)	21 (52.5%)	10 (42%)	43	18	56	8	2
2	16 (35%)	4 (10%)	8 (33%)	28	19	31	7	3
3	9 (19.5%)	12 (30%)	2 (8%)	23	23	82	12	3
Not in Cluster Group (no response to question set)	9 (19.5%)	3 (7.5%)	4 (17%)	16	-	-		1

Cluster 1 was dominated by 'high input' secretaries and relatively 'low input' chairs and heads of institution and also had a high proportion of post-92 universities and higher education colleges. Cluster 2 appeared to contain those institutions where the input in all instances was relatively low and was dominated by pre-92 institutions. In Cluster 3 the input from the secretary, chair, head of institution and treasurer was high and pre- and post-92 universities formed the majority of the membership. Fully completed responses were used to produce the mean number of days spent on governance in each cluster group. Though based on a subset of data for each cluster it provided an illustration of the relativities between each group. For completeness, the distribution of interview sites in Table 29 shows a spread across each cluster group, with only a slight weighting away from Cluster Group 1.

Other survey questions, based on the relationship and 'governance in action' factor groups in Figure 2 (page 63) were used to characterise the type of governance approach in each group. Four types of survey question data were employed. Mean scores were prepared for questions relating to the understanding of the secretary's role, the view of the secretary about their governing body and the approach of other key players, and a number of statements about sector governance. Data on advice provided to the governing body and on the timing of effectiveness reviews was analysed by percentage responses for each cluster. A ratio-based summary of types of conflicts of interest (number of reported cases per number of institutions in the cluster) was calculated for each cluster group. Finally, a set of questions on the relative importance of a number of factors in the effectiveness of the governing body provided a set of rank orders by cluster group. The results (Tables 30 and 31) suggested a variety of ways in which the original cluster findings could provide a broad classification of approaches to governance taken by secretaries.

Cluster 1 (where the input from the secretary was high but relatively low for other key players) reported a higher result than the other groups on the question of whether the development of governance in their institution was being driven by external accountability measures. These institutions tended to have a higher level of procedural advice-giving, and a lower level of provision of ethical advice than the other clusters. They also had a relatively high incidence of dealing with conflicts of interest in relation to governing body members and other institutional business. Just over 37% of the institutions were in the process of conducting a governance effectiveness review at the time of the survey. Cluster 2 (where the time input to governance was relatively low across the board) had a relatively low understanding of the secretary's role by the head

**Table 30: Cluster characteristics from the survey question set (A)**

Serial	Survey question set	Cluster 1		Cluster 2		Cluster 3	
		Mean	SD	Mean	SD	Mean	SD
<b>Q22</b>	<b>Understanding of the secretary's role and responsibilities by:</b>						
1	Chair	4.48	0.86	4.39	0.69	4.78	0.42
2	Head of institution	4.51	0.96	4.11	1.07	4.57	0.73
3	Other non-executive governing body members	4.00	0.85	3.82	0.77	4.43	0.59
4	Staff members of the governing body	3.88	0.85	3.57	0.84	4.17	0.72
5	Student members of the governing body	3.37	0.98	3.25	1.00	3.83	0.78
6	Other members of the institution's staff	2.63	1.07	2.68	0.86	3.30	1.06
7	Other students in the institution	1.35	0.75	1.38	0.57	1.91	0.79
<b>Q23a</b>	<b>Do you consider your governing body to be:</b>						
1	Proactive on HE governance issues	3.60	1.07	3.50	0.92	4.29	0.85
2	Only responding to CUC guidance to reduce accountability burden	2.00	1.08	2.11	0.79	1.95	0.84
3	Inactive on governance unless prompted by the secretary	2.24	0.97	2.36	1.19	1.59	0.96
4	Lacking the time to develop improved governance practices	2.21	1.00	2.21	1.03	2.00	1.11
5	Aware of the importance of good governance practices	4.00	1.04	4.19	0.62	4.64	0.58
<b>Q23b</b>	<b>How would you rate the approach (where 1 = laissez faire and 5 = interventionist) taken by your:</b>						
1	Chair	3.67	0.82	3.89	0.80	3.86	0.96
2	Head of institution	3.70	0.83	3.89	0.89	3.67	0.97
3	Vice chair	3.27	0.88	3.09	1.00	3.42	0.90
4	Treasurer	3.26	0.81	3.46	0.83	3.31	1.01
<b>Q24</b>	<b>Would you agree that, in general:</b>						
1	Governance arrangements in the higher education sector need further strengthening?	2.62	1.10	2.39	0.83	2.62	0.97
2	Governance arrangements in your institution need further strengthening?	2.67	1.23	2.46	1.20	2.59	1.10
3	The governing body has an important role to play in improving the academic strategy of your university/college?	3.14	1.06	3.36	0.83	3.71	1.15
4	The governing body has an important role to play in improving public perception about the quality of your university/college?	3.79	0.94	3.82	0.82	4.05	0.90
5	There is sufficient sector guidance available for you to properly fulfil your duties as secretary to the governing body?	3.98	0.91	4.11	0.83	4.36	0.73
6	There are sufficient professional development opportunities available to you in your role as secretary to the governing body?	3.44	1.08	3.57	1.07	3.77	1.15
7	HE governance is more complex for you to manage than it was 10 years ago?	4.13	1.04	4.15	0.83	4.00	1.14
8	Measures to develop governance in your institution are being driven by external accountability requirements rather than to meet institutional priorities?	3.09	1.09	2.96	1.07	2.95	1.00

Serial	Survey question set	Cluster 1	Cluster 2	Cluster 3
		%	%	%
<b>Q26a</b>	<b>How often have you been required to provide legal advice:</b>			
1	Every meeting	9.3	3.7	13.6
2	Twice a year, on average	25.6	29.6	36.4
3	Once a year, on average	37.2	37.0	27.3
4	Never	4.7	14.8	4.5
5	Advice provided by another member of staff or external advisor	23.3	14.8	18.2
<b>Q26b</b>	<b>How often have you been required to provide constitutional advice:</b>			
1	Every meeting	18.6	14.8	22.7
2	Twice a year, on average	46.5	44.4	63.6
3	Once a year, on average	30.2	40.7	13.6
4	Never	2.3	0.0	0.0
5	Advice provided by another member of staff or external advisor	2.3	0.0	0.0
<b>Q26c</b>	<b>How often have you been required to provide procedural advice:</b>			
1	Every meeting	21.4	7.4	40.9
2	Twice a year, on average	40.5	29.6	45.5
3	Once a year, on average	31.0	63.0	13.6
4	Never	4.8	0.0	0.0
5	Advice provided by another member of staff or external advisor	2.4	0.0	0.0
<b>Q26d</b>	<b>How often have you been required to provide ethical advice (%):</b>			
1	Every meeting	2.3	0.0	0.0
2	Twice a year, on average	14.0	11.1	18.2
3	Once a year, on average	37.2	70.4	63.6
4	Never	44.2	18.5	18.2
5	Advice provided by another member of staff or external advisor	2.3	0.0	0.0
<b>Q16b</b>	<b>If an effectiveness review is currently in progress or planned is it:</b>			
1	No response	20.93	28.57	13.04
2	We do not conduct governing body effectiveness reviews	2.33	3.57	0.00
3	Currently in progress to address the 2004 CUC guidance	37.21	32.14	47.83
4	To be conducted later in 2005 to address the 2004 CUC guidance	23.26	14.29	17.39
5	To be conducted in 2006 to address the 2004 CUC guidance	13.95	14.29	17.39
6	Not intended to address the 2004 CUC guidance but to deal with internal governance matters	2.33	7.14	4.35

Serial	Survey question set	Cluster 1	Cluster 2	Cluster 3
<b>Q27</b>	<b>Have you ever had to deal with a conflict of interest (reported events per institution in cluster):</b>			
1	In relation to your secretary role and that as a senior manager	0.23	0.32	0.22
2	Between members of the governing body	0.16	0.11	0.22
3	In relation to a governing body member and other institutional business	0.47	0.25	0.52
4	No	0.37	0.50	0.39

**Table 31: Cluster characteristics from the survey question set (B)**

Serial	Survey question set	Cluster 1	Cluster 2	Cluster 3
<b>Q25</b>	<b>Rank order of contribution to an effective governing body:</b>			
1	High quality institutional governance systems and procedures	5	2	3
2	The quality of the Chair	1	1	1
3	The relationship between governing body members	6	7	7
4	The quality of members of the governing body (other than the Chair)	3	4	2
5	members	7	5	6
6	The role played by the Head of Institution	2	3	4
7	The role played by the governing body Secretary	4	6	5
8	The CUC Code of Governance Practice	8	8	8
9	Development opportunities provided to governing body members by sector agencies/organisations	9	9	9

of institution. This group felt that their governing bodies needed more prompting by the secretary to deal with the development of governance practice and felt most strongly, though only marginally above Cluster 1, that governance was more complex to manage than it was ten years ago. The group was regularly engaged in providing procedural advice, but at a lower level than either Clusters 1 or 3, and had the highest level of provision of ethical advice in the 'once a year' category. In contrast, the group also recorded the highest level of 'No' responses to the question of whether the secretary had ever had to deal with a conflict of interest. In terms of governance effectiveness reviews, this was the group with the lowest proportion undertaking a review at the time of the survey, and the highest category of 'no responses' to this question.

Cluster 3 (where all three key players appeared to be very active on governance matters) reported higher ratings for the understanding of the secretary's role than both other groups. A higher proportion of secretaries declared their institutions to be proactive on governance issues and aware of the importance of good governance practice. They consistently reported higher scores for questions concerning the importance of the governing body to academic strategy, public perception about the institution and the availability of sector governance guidance. They reported the lowest score for their assessment of the complexity of governance compared to ten years ago and (marginally under Cluster 2) in their view about external drivers for the development of institutional governance. The group had the most routine provision of legal and constitutional advice, relatively high levels of procedural and ethical advice and the highest reported level of conflicts of interest involving governing body members and other institutional business. The group also had the highest level of effectiveness reviews in progress at the time of the survey.

The rank order analysis (Table 31) suggested that the factor with the greatest impact on governing body effectiveness across all three clusters was the quality of the chair. At the other extreme, the CUC Code and development opportunities for governing body

members were ranked the lowest. Relationships between governing body members were also low on the list. More interestingly, perhaps, was the relatively low ranking given to governance systems and procedures by Cluster 1, which, together with their earlier rating on external influences, suggests a 'process-averse' approach to the management of governance. This cluster placed the role played by the head of institution above that of the quality of the non-executive members of the governing body, whilst the reverse was the case for Cluster 3. Cluster 2 also placed a relatively high priority on governance process, and on the role played by the head of institution, despite suggesting that the time spent on governance by the head of institution was relatively low.

Figure 10 illustrates this point, by comparing, for each cluster, ratings of the influence of each of the three key players against a set of governance factors used in survey question 29. Secretaries were asked to rate their own influence, and that of the chair and head of institution (on a scale of 1 = 'no influence' to 5 = 'very influential'). There was a maximum no-response return of 18 secretaries for one factor relating to the head of institution, and a minimum of 13 secretaries for a range of factors relating to the secretary's role. This meant that the response rate was generally good, with between 92 and 97 secretaries taking part in this section of the survey. The factors were:

- **Communications:** Communication between the institution and governing body members;
- **Selection and appointment:** The selection and appointment of new governing body members;
- **Induction:** The induction of new governing body members;
- **Planning meetings:** The planning of governing body meetings;
- **Debate in meetings:** The contribution to debate in governing body meetings;
- **Decision-making:** The quality of decision-making by the governing body;
- **Relationships:** The relationship between the governing body and the rest of the institution;
- **Motivation:** The motivation of individual governing body members and their satisfaction in their role;
- **Effectiveness:** The overall effectiveness of the governing body in terms of leading the institution's development;
- **Management:** The overall management of governance in the institution.



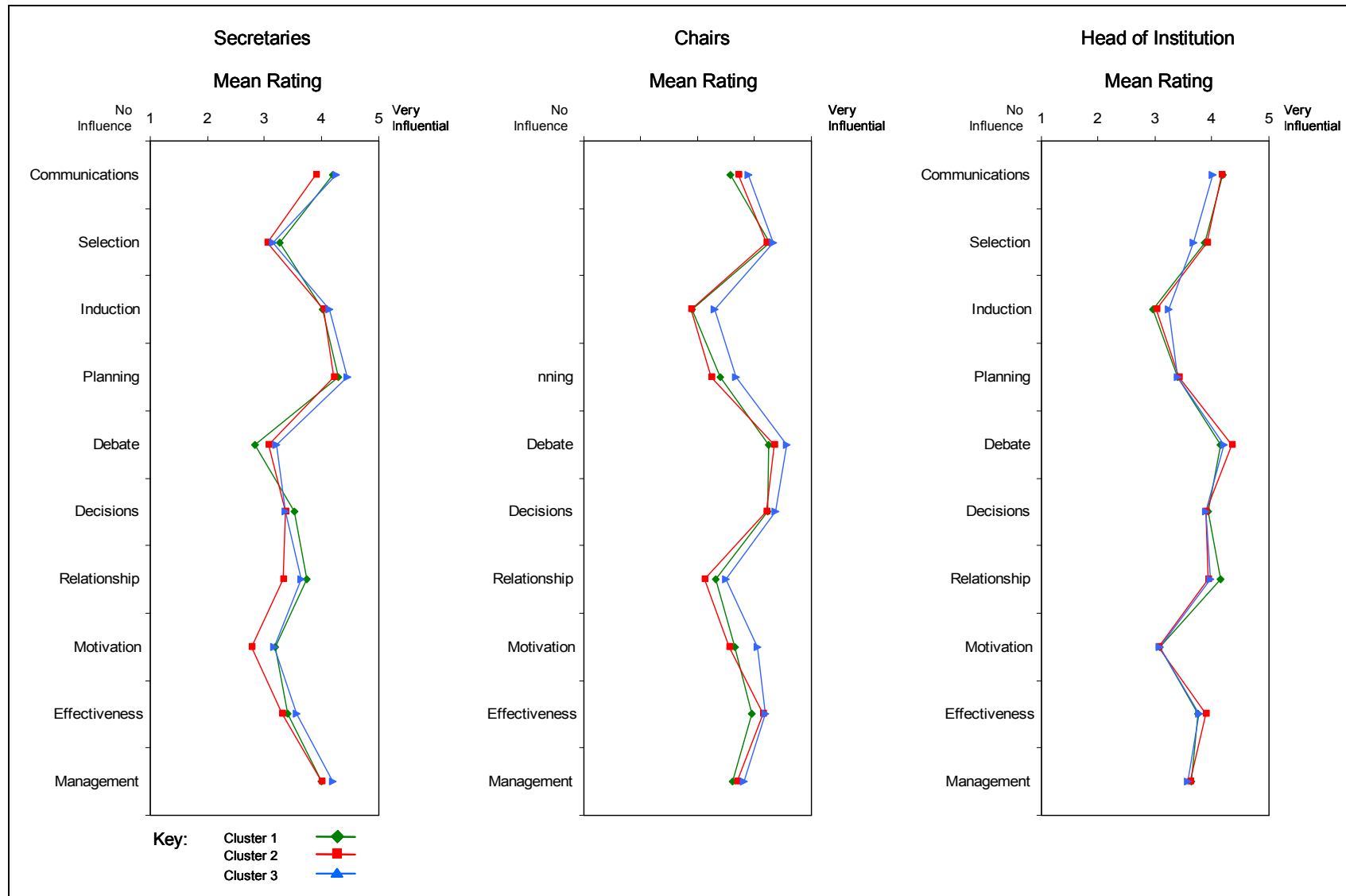


Figure 10: Influence ratings for each cluster by key player, as perceived by the survey respondents

Cluster 3 (high time input to governance) appears to have chairs that were more highly rated in terms of their influence, whilst Cluster 2 (low time input to governance) revealed a relatively low set of ratings for the secretarial role compared with the other clusters. The pattern for heads of institutions appeared to be more consistent, apart from the relatively low ratings for communications and selection and a higher rating for induction for Cluster 3, a higher rating for Cluster 1 (high input secretaries) in promoting relationships between the governing body and the rest of the institution and slightly higher ratings for debate and effectiveness for Cluster 2. This could mean that despite the relatively low input of time from heads of institutions in Cluster 2, they are dominant in terms of influence at critical points in governance work, a finding consistent with earlier results from other cluster analysis variables.

These findings were also backed up by the group of questions relating to the style of the key players, which could range from 'interventionist' to 'laissez faire' (Table 30). Whilst vice chairs appeared to be more interventionist in Cluster 3, Cluster 2 reported consistently higher mean scores for the chair, head of institution and treasurer, despite the fact that the time spent on governance in all three categories in this cluster was low. It was also apparent, however, that Cluster 2 had the highest proportion of secretaries (17.9%, (n=28), compared to around 4-5% in the other groups) where the secretary reported only to the head of institution for governance matters. It is possible that this could have skewed the result towards a perception of greater intervention by the head of institution in this cluster.

In the following interview extracts, the cluster groups have been shown (including institutions that could not be included in the cluster analysis) to allow the interviewee's comments to be related to the cluster characteristics.

### **5.3 How does the relationship with other key individuals work?**

Although there was a reluctance to consider other models in those institutions where the dual-role was working effectively, there were suggestions (44%) that, on occasion, the issue of potential conflicts in the roles could surface and become a problem for the secretary:

“....From time to time there is the disadvantage that [the Clerk] is part of the management structure, he is responsible to [the Principal] and yet in this critical aspect of our critical friend role if you like, that can sometimes put [the Clerk] in a difficult position in that we may be challenging strategic decisions that are being made within the organisation, strategic directions being proposed. We’re saying ‘hang on a minute, not sure about that one’ and [the Clerk] then finds himself torn between defending the management decision and that recommendation which is coming from the senior management of the organisation, and supporting the governing body in its criticism of that position.”

HEC Chair (X)

Cluster 2

In some instances, where the chemistry was not ideal, there had been examples of an independent secretary siding too far with the governing body and causing a rift in its relationship with members of the institution’s executive. As one secretary noted:

“When I took over the job we had a similarly independent clerk to the governors who’d been appointed as I was.....he had seen his role very strongly with the governors and had actually, I don’t think he’d gone out of his way but he had upset, irritated, driven the executive, particularly the Principal.....to utter, utter distraction so that actually relationships were becoming quite tricky.”

HEC Secretary (H)

Not in Cluster Group  
(see Table 29)

The interviews identified a need for secretaries to be clear about the position they hold between the institution’s executive and the governing body, and of the potential disruption that could be caused to the relationship between them should they get that balance wrong. It was evident that the relationship with the head of institution was particularly important. In the case of dual-role secretaries the need to step outside the reporting relationship for other managerial functions to act as an independent ‘critical friend’ of the head of institution, on behalf of the governing body was often (67%) apparent:

“...I think if we’re being honest there are always going to be tensions in universities between Registrars and Vice Chancellors. I mean those tensions may be....healthy because tension often is, but sometimes we’re going to try and occupy the same ground.....and that is something one has to live with, by accepting that in the end he has the title of chief executive .....and so he can tell me ultimately that that is what he’s going to do. But, my role with him is as a kind of special advisor, I think, and also to gain his trust,....so that actually he takes my view seriously....”

Pre-92 Secretary (O)

Cluster 2

The requirement to provide guidance to the head of institution could also be seen amongst single-role secretaries:

"I think I have given advice that he'd rather I didn't give. We haven't fallen out about it but I have given advice that .....Probably quite small things I suppose.... I mean this is very straightforward stuff but I sometimes have to say, 'no that's a matter that's got to go to the board, that's not a matter that can be dealt with by chairman's action or it's not a matter that the Vice Chancellor can do on his own, it is a matter that I will refer to the board'. That's not unknown."

Post-92 Secretary (K)

Cluster 3

Whatever the type of system adopted for the secretary's role, it appears that, to operate effectively, the secretary and head of institution have to establish a constructive working relationship and the head of institution has also to be open to the fact that their position or decision can be challenged, or at least guided, by the secretary. That is not to say that responsibility for decision-making then rests with the secretary, but it does suggest that the secretary can help find a way through the governance structure that will enable the executive to establish common ground on decision-making with the governing body. This was acknowledged by some heads of institutions (33%) in a refreshingly open way:

"...You've got to get on with your registrar/secretary. If you don't that's very difficult. I've seen people, examples around the system, where they don't get on, and it's destructive. In fact, actually the governing body should recognise this and do something about it because if that chemistry doesn't work,....you're under such pressure. You've both got to understand where the other one is coming from and each of you be predictable – and it's that predictability that's really important because you don't have time to discuss every single issue which you might have to deal with. I've got to think, 'What will [the Secretary] say if we should go down that route', and he will be thinking, 'What would the Vice Chancellor say if I suggest that?'"

Pre-92 VC (M)

Cluster 2

"If it was a question of vires, have the board the power to do this, the Vice Chancellor might want to do something adventurous. If the secretary felt that that was inconsistent with the power of the board, the secretary might recommend to the board that counsel's opinion be obtained and if the counsel's opinion said 'this is really a bit iffy' then I'd expect the secretary to do a very, very strong waving job in front of the chairman of the board that you really couldn't go down this path, even though the Vice Chancellor wanted to set up an imaginative project on a warm Mediterranean island or something."

"The secretary's role is really if there is a conflict between what the Vice Chancellor wants to do and the board. That's where I think the secretary's conflict resolution comes in....."

Post-92 VC (E)

Cluster 1

In more difficult cases, perhaps where a head of institution did not recognise the position and authority held by the governing body and took a line that was not supported elsewhere within the institution, the relationship between the secretary and the head of institution could be put under considerable strain. In these instances, it could be necessary for the secretary to intervene at a variety of levels, either with the

individual concerned or with the governing body itself. These were rare cases (22%), but were difficult conflicts that had to be addressed by the secretary:

“....There perhaps have been issues where I felt that perhaps proper accountability lines were being bypassed or endeavoured to be bypassed, but that is no longer the case. I have had some issues in the past with the head of the institution in relation to matters that haven't been given due process in my view and due diligence hadn't been accorded to decision making, and that the governing body's responsibility had been in a sense bypassed. But that was taken up with the head of the institution and put right, but not in time - it was retrospective.”

Pre-92 Secretary (U)

Cluster 1

These difficulties might apply to any of the types of secretary identified earlier. It could, however, be suggested that a dual-role secretary would be closer to the situation and able to identify such problems at an earlier stage, even if it proved more difficult, because of their dual role, to address them. It also seems likely that a good working relationship and the position of 'special-advisor' to the head of institution may not be enough. It must be accompanied by the ability to put some distance into that relationship should it prove necessary, to have a finely attuned 'political radar' that can detect when problems are occurring, and to be sufficiently assertive to be able to intervene without, unless it is unavoidable, causing further deterioration in the relationship:

“You have to cooperate with the Vice Chancellor in terms of making sure that the university is managed effectively, but you also have to step back from the Vice Chancellor and say 'these are the responsibilities of the governors' and.....making sure they ask the right questions of the Vice Chancellor or requiring him to be sufficiently accountable in what he's doing.”

Post-92 Secretary (Y)

Cluster 2

All of this, of course, concerns only the one-to-one relationship between the secretary and the head of institution, much of which takes place at the operating stage where management problems are being addressed and strategies and policies are being formulated. Amongst the external governors the chair is most likely to have routine contact with the institution on many of these issues, though in some cases, the treasurer may have a more detailed insight into specifically financial matters. The survey identified that chairs can often spend considerable time on institutional business and, in so doing, they are likely to forge their closest institutional relationship with the head of institution. In some cases, the chair can act as advisor, or confidante to the head of institution, whilst, in others, the head of institution may simply ensure that regular contact with the chair takes place so that there are 'no surprises' for the

governing body arising from the institution's work or routine problems that may arise. The secretary has to understand that relationship and be prepared to work within it because of, in many cases (44%), the dual reporting lines that they hold with the head of institution and the chair:

"....It really has to be somebody who's familiar with matrix management and can essentially work for at least two bosses. That's what a secretary has to do. The secretary reports to the Vice Chancellor and the university structure and to the chairman of the board and the governance structure. That's not an easy task. Having spent many years in matrices in industry, I'm very familiar with the difficulties of doing that and it requires somebody who understands both sides, who can balance those, and not create conflicts between the two sides."

Post-92 Chair (Z)

Cluster 2

On occasion (22%), however, the relationship between the chair and the head of institution can be so close as to exclude the secretary from business that might impact upon the governing body. In one such case, this led to the secretary taking the matter up with the chair:

".....At that stage the [Head of Institution] and the Chairman....used to get into very tight little cabals and nobody had a clue what was going on.....I had to listen out, pick up the signs of what was going on. The work was quite secretive, and for me quite damaging, because nobody actually knew from the governors what was going on behind closed doors."

"It made it difficult, yes. I've challenged it on a couple of occasions and the chairman...didn't enjoy it because he thought that I was challenging him personally... which I was. I was also challenging the independence....and neutrality of what they did. So, yes, it does, it creates some substantial difficulties."

Pre-92 Secretary (S)

Cluster 3

Some chairs recognise the balancing role that the secretary should play and form just as close a working relationship with the secretary as with the head of institution. This does not only happen with external secretaries where the reporting lines might have been expected to be clearly to the chair, and it can cover an advisory role that extends beyond work strictly associated with the governing body, say, for example, into other managerial responsibilities held in a dual-role structure. In fact, when it comes to the management of governance, some chairs (55%) are clear that the secretary's contribution can be even more 'useful' than that of the head of institution, as suggested in this instance of the chair of a dual-role structure university:

"The secretary. Without any doubt at all. It is the secretary's job to be my principal advisor in relation to all matters concerned with council. The thought of not accepting that advice is just unimaginable. The fact that on occasions I try to sort of slightly nudge it left or right is slightly different, and [the Secretary] understands that. The Vice Chancellor's job again is that of the chief executive, it is not to ensure we have a nice cosy council, it is to conduct the management business of the university and convey it in the terms that he's comfortable with at the council meeting. It's the secretary's job to work out if that's likely to lead to two different views coming forward and get us together beforehand to sort it out."

Pre-92 Chair (B)

Cluster 3

In the case of an external secretary, the chair was even clearer about the relationship between the secretary, the chair and the board:

".....He has a duty to support me in my chairman's role and he has a duty to support the board as a whole and also ....to exercise that independent role. He's not accountable to the Vice Chancellor, he doesn't take direction from him. If he was to take direction from anyone it would be from either me or from the board or me acting on behalf of the board, so he provides a very independent role...."

Post-92 Chair (J)

Cluster 3

The more interventionist stance of some relatively new chairs (44%) was particularly apparent, caused, possibly, by the expectations placed on governors in higher education in recent years, and the wider acknowledgement that governance has become a high-profile issue:

"...I think in the past.....the old chair.....wouldn't even be shown the agenda, he wouldn't discuss it. (The Head of Institution) and I would discuss it and again (the Head of Institution) and I have never had any problems.....So now, yes, there is a change...The new chair, he's younger, more dynamic.....it's not an age thing, it's just [the Chair] is far more hands on. He wants to be involved and he expects to see the agenda and to know what's behind each agenda item..."

HEC Secretary (V)

Cluster 2

In one case, however, the chair had a working style that did not wholly accept the need for 'modern' developments in governance, seeing them as an unnecessary burden on the work of the governing body:

"I mean I think the main areas that we have differences of opinion between the chair and I, are probably that I want to slightly push to a more formal basis and he is resolutely resisting some of these and wants to be slightly more laissez faire, shall I say....."

HEC Secretary (H)

Not in Cluster Group  
(see Table 29)

It will be apparent that both extremes can cause the secretary some difficulty in handling this relationship. In the first example, the interventionism of the chair can

mean that there is a danger of straying into management issues, and the secretary may be called upon to bring the working style back into balance. It was the view of some heads of institutions (44%) that it may be easier for the secretary to deal with such a problem:

"I am aware of other places where the chair has wanted to do things which are not necessarily completely consistent with either good governance or the articles and the Vice Chancellor has felt that it is difficult for the Vice Chancellor to act. It is really that the secretary's got to dig their heels in as a company secretary should and say, 'hey, you can't do that'."

Post-92 VC (E)

Cluster 1

At the other end of the spectrum, the laissez-faire approach could mean that the governing body is not able to meet expected external requirements without some degree of tension in the introduction of new governance arrangements.

The expected independence of the secretary's role, the authority it has as an 'officer' of the governing body, the ability of the secretary and the judgement of knowing when, and how, to intervene are important factors in resolving such issues. However, the authority held by the secretary may not be enough to deal with problems where two strong personalities in the roles of chair and head of institution are unable to see eye-to-eye. Small issues can sometimes (22%) spill over into the triadic relationship. One secretary noted that:

"I haven't had to do it in terms of actually going as far as the board itself, but we have had issues where the Chairman has asked me for information which the Vice Chancellor has not been happy should go to the board, and I've had to try and resolve that and that has actually been quite difficult because I felt that in that particular case both of them were acting in a rather unreasonable manner.....I was stuck in the middle of this thing thinking, 'why on earth are you two bothering to argue about this?'."

Post-92 Secretary (Y)

Cluster 2

Whilst this suggests that interpersonal relationships in higher education governance may sometimes be difficult, the majority of interviewees (78%), regarded the relationships between the chair, head of institution and the secretary to be effective. In most institutions, the need for the chair to achieve a balance between governance and management was well understood:



“....I’m physically removed from it and have about half a dozen other jobs as well, which I try to do but which I don’t allow to prevent me doing every single thing I have to do here.....the temptations of micro management....I think would be quite disastrous for a head of a council, because I have no academic qualifications and why should I set myself up to say I’m better than the senior management team on most of the decisions they have to take and certainly not on any of the academic decisions....”

Pre-92 Chair (N)

Cluster 2

Furthermore, many suggested (89%) that it was the ‘triad’ of key players in higher education governance that was an essential component of effective governance, and governing, in their institution. This view extended across types of institution and was held by representatives of all three constituencies of interviewees:

“...it’s all a question of confidence and trust....all the three ways, you know, between me and the Vice Chancellor, between me and the Registrar, between the Vice Chancellor and the Registrar.....I think the problems arise when two of the three, or none of the three, get on, or have differing views...To achieve anything you’ve got to have some sort of agreement or else you either have inaction or you have chaos.”

Post-92 Chair (D)

Cluster 1

“It’s the triangular relationship between the Vice Chancellor, the Chairman of the Board and the secretary I think.....I wouldn’t rank myself above the influence for instance of the Vice Chancellor or the influence of the Chairman. I mean it’s developing that relationship and understanding what makes it work and I guess it’s just having good working relationships with the people concerned. I could imagine in different circumstances where the personalities that didn’t gel or whatever, that it would be a very different role probably that I would then have to play.”

Pre-92 Secretary (U)

Cluster 1

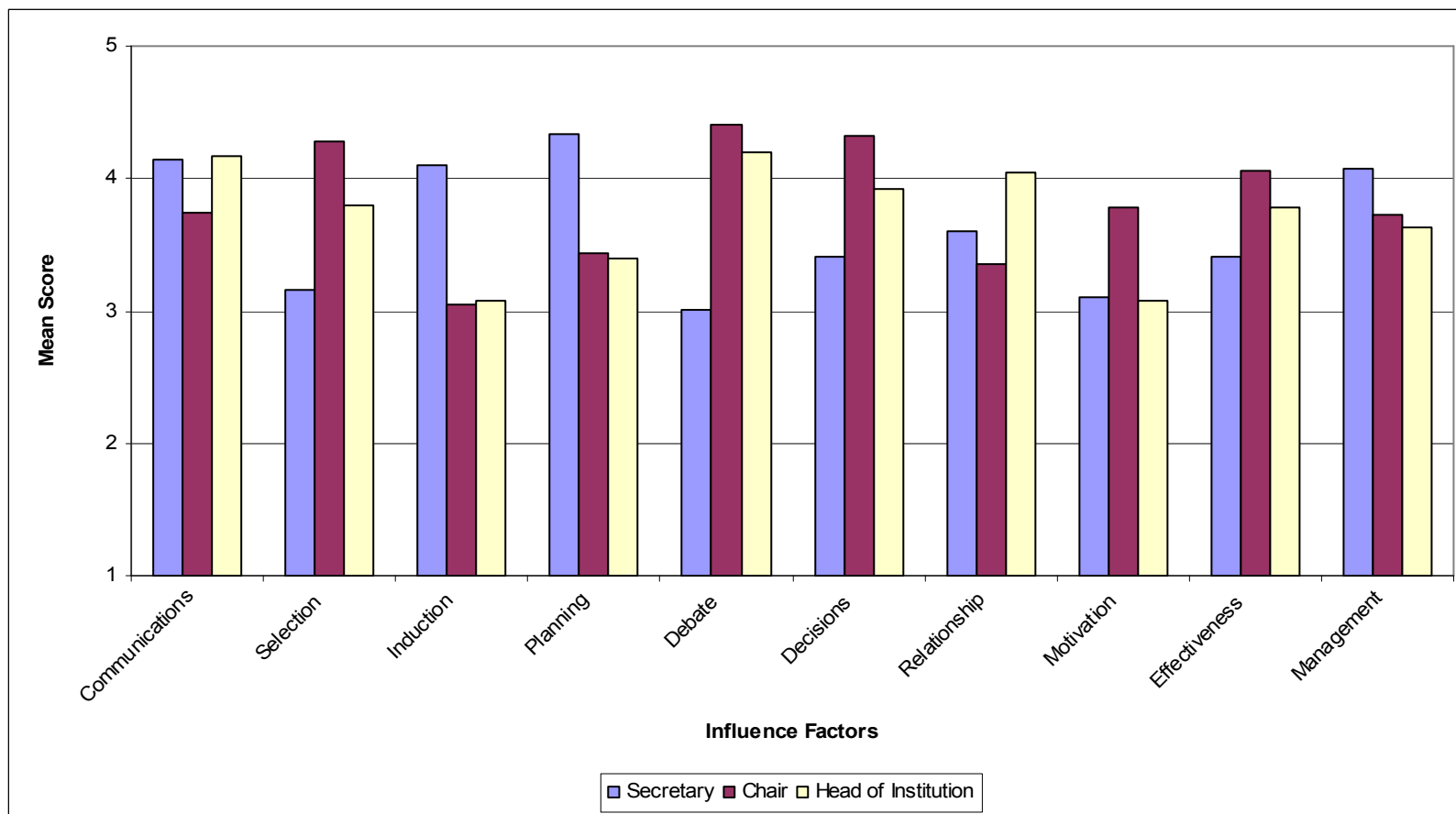
“Well, I don’t provide the sort of constitutional advice to council, I would automatically leave all those sorts of things to the Registrar but I think in most substantive areas it’s probably a sort of partnership.....One issue is actual recruitment to the membership of council. The registrar, chairman and I very much work on that together in a joint way. I think apart from the sort of constitution, in our system of course he assembles the agenda and the minutes and all the rest of it, so he deals with all of those secretarial things. In terms of most substantive issues, I think we probably work together.”

Pre-92 VC (C)

Cluster 3

#### **5.4 How do the key players in institutional governance perceive the question of influence?**

The influence ratings considered earlier for the cluster groups were also analysed across the whole survey population to determine where factors of influence would be displayed by the secretary, chair and heads of institutions (Figure 11). Given that the responses were drawn from a population of only one of the three key players, it might



**Figure 11: Mean ratings, by secretaries, of their influence, and that of their chair and head of institution, on aspects of their institution's governance (1 = 'no influence', 5 = 'very influential')**

have been expected that the results would have seen the secretary's role tending towards a high degree of influence across each aspect of governance. In fact, the survey participants allocated levels of influence between the three players such that distinctive roles emerged for the secretary, chair and head of institution. The levels of influence were categorised in rank order for each governance factor (Table 32).

The dominant position of heads of institutions in the central column of Table 32 suggests that they have a constant influence in work of the governing body, and are only expected to have the greatest influence in terms of dealing with relationships between the governing body and the rest of the institution. Of equal interest, perhaps, is the interchangeability of the chair and secretary between first and third order levels of influence. Whilst there are points at which the secretary and the head of institution appear to influence 'governor shaping factors' such as communications between governors and the institution and governor induction, it is apparent that the secretary and chair appear to show the greatest influence in the backstage management of governance, such as the planning of meetings, while the chair and head of institution share the stage in meetings.

**Table 32: Ratings of influence on aspects of institutional governance by order of key players**

Serial	Governance Factors	Level of Influence		
		First Order	Second Order	Third Order
1	Communications	Secretary	Head of Institution	Chair
2	Selection and appointment	Chair	Head of Institution	Secretary
3	Induction	Secretary	Head of Institution	Chair
4	Planning meetings	Secretary	Chair	Head of Institution
5	Debate in meetings	Chair	Head of Institution	Secretary
6	Decision-making	Chair	Head of Institution	Secretary
7	Relationships	Head of Institution	Secretary	Chair
8	Motivation	Chair	Secretary	Head of Institution
9	Effectiveness	Chair	Head of Institution	Secretary
10	Management	Secretary	Chair	Head of Institution

Given that the survey respondents had only these choices, the picture of how governing bodies actually operate in meetings was always going to be less than complete. To address this point, the interviewees were asked for their view about who had the power to influence, what that power was and how it was used, during governing body meetings.

The question prompted some interesting responses, including those where pre-meeting planning for the governing body appeared to play a major part in ensuring the contributions of the head of institution, the chair and the secretary were co-ordinated. These extracts are from the same institution:

"The biggest influence is the Vice Chancellor. I think that's because the structure of council meetings gives the Vice Chancellor, I think, a very powerful position. Furthermore here the Vice Chancellor.....appreciates the role of lay members, he doesn't fight against it, he welcomes it, and, in the main, he's done his homework before he comes to a council meeting. So he's the most influential in that sense."

Pre-92 Chair (B)

Cluster 3

"I think in a council meeting, given our personalities and the relative strengths, it's probably the Vice Chancellor who carries the most influence if there were issues of consequence. But I mean there would be very few occasions, I can't think of one, where if you like the three of us would go into the meeting without a clearly understood way of handling it if there were differences of opinion between the chair of council, me and the Vice Chancellor in any way."

Pre-92 Secretary (A)

Cluster 3

"Oh yes. He [the Secretary] would normally leave influence on major strategic issues to me, except where we'd agree that he will do something. Normally, I mean, most of the major strategic issues will be left to me to speak to council on them but that doesn't mean that we haven't discussed them and agreed beforehand, I'm the front end of the representation!"

Pre-92 VC (C)

Cluster 3

Other institutions (44%) also noted that the power to influence rested largely with the head of institution. There were points, however, at which the secretary was able to interject and influence quite strongly. In some cases, these were in technical matters, as noted earlier in this study, but in others, particularly in the case of dual-role posts, they extended into contributions made as a member of the senior management team, requiring the secretary to 'change hats' during the process of the meeting:

"Where I might intervene to influence the board is to keep them on the straight and narrow, or to keep an individual member on the straight and narrow.....So there are those kinds of interventions that I would make."

"It's not my role, acting as clerk to the board, to influence decision making as such, they are there to make the decision, that's what their role as the board is. If I'm acting as a member of the senior management team bringing recommendations I would clearly be trying to influence the decision in favour of the recommendations that I'm making. My role as clerk to the board is to make sure that decisions are taken on a properly informed basis and that they're within the powers of the board to make."

Post-92 Secretary (F)

Cluster 1

In many instances (78%), secretaries were involved in the debate because they were trusted, as senior colleagues, to take a line in the best interests of the institution:

“.....one is, in a sense, trying to occupy some middle ground because I don't think I operate, I've never operated in a council arena, where I am the silent advisor whispering in the ear of the [Chair]. I do think I've got as much stake in the university as anyone else around that table and there are times when I have to make sure that my voice is heard.”

Pre-92 Secretary (O)

Cluster 2

Yet others are called upon to contribute because they have a wealth of experience that the governing body wants to use. These extracts are, again, from the same institution, but this time with an external single-role secretary, and with an interesting view from the head of institution which reflects the accepted distancing of the governing body and the executive in that institution:

“I'm still working on this one, I'm not a member of board except as a clerk. I don't think it is my job to say much but I do - you can't stop me now and again – but.....it really is the chair and the governors and the Principal who have to, in a sense, make things work.”

HEC Secretary (H)

Not in Cluster Group  
(see Table 29)

“It's perfectly possible that some members of the Governing Body don't know what's going on in terms of roles. In so far as they do there is no hesitation about giving that space to say whatever she has to say, including going well beyond her immediate legal brief on matters simply because she's a very experienced person who can contribute in her own right. So I've never had any resistance to that whatsoever.”

HEC Chair (G)

Not in Cluster Group  
(see table 29)

“So I think the influence can come from many different places, the power is held by the chair and the clerk, strongly mediated by me - probably the right kind of balance.”

HEC Principal (I)

Not in Cluster Group  
(see Table 29)

In the view of one secretary, when trying to see a debate through to the desired end, the power rested with the head of institution, but the conclusion depended upon the contribution made by the chair:

“.....it depends what the issue is, as to whether the board....has got to really come to a decision, I don’t mean voting, it’s actually got to come to a decision. A lot then hangs, I think, on the view of the Vice Chancellor who’s got in some ways, as the chief executive, to take a lead on it and then I think it’s for the board to weigh up whether what they’re hearing is right or appropriate and make a decision....By the time you get to the actually summing up of the debate, I suspect then that it’s the chair of the board”

Post-92 Secretary (K)

Cluster 3

The split of influence between the chair and head of institution was highlighted by other interviewees (55%), though it could be moderated somewhat (33%) by other contributors to the meeting:

“The Vice Chancellor has quite a lot of power. I think partly the power comes from the respect people have rather than just from the role of Vice Chancellor. Power also comes from the committee chairmen.... and then the Vice Chancellor will bat on all the operational matters, in terms of buildings or in terms of strategy and planning and so on....”

Post-92 Chair (D)

Cluster 1

The interviews suggested that it was likely to be a close contest as to whether the head of institution or the chair was the most influential in governing body meetings. Outside the boardroom, one aspect of the secretary’s role could, however, often supersede the first level rating (Table 32) given to the head of institution. This was the influence of the secretary as an independent ‘bridge’ in the relationship between the governing body and the rest of the institution. More particularly, it was noted that the relationship of the secretary to other managers must work well so as to ensure the smooth flow of information to and from the governing body. It also appeared to be the chairs (78%) who best recognised this aspect of the secretary’s work:

“I think that it’s really vital that the secretary has this link into the organisation. A chair of an organisation and a council, many of who are lay people coming from outside, that secretary is a vital link into the management and operational matters of the university....”

Pre-92 Chair (Q)

Cluster 1

In one institution, when pressed on whether it was the secretary’s responsibility, or that of the head of institution, to act as a bridge, the response from the chair was clear:

“No, because the Vice Chancellor’s got too many other things to do, it’s unreasonable to expect the chief executive to also fulfil this role. The other thing is to a certain extent I want the chief executive to be free of that anyway, I don’t really want the chief executive to be worrying about, ‘Oh dear, I’m going to get banged by council on this’. He’s got to answer to his conscience. If he believes what is coming forward is in the best interest of the university, he’s got to bring it forward and be prepared to defend it and it’s the Registrar and Secretary who’s the best person to sort out all the difficulties....”

Pre-92 Chair (B)

Cluster 3

Yet, even in the same institution, the Vice Chancellor was not entirely keen to let go of the reins:

"I think that the Registrar and the Vice Chancellor really act as a bridge between the council and senior management and senate happens to play a significant role...."

Pre-92 VC (C)

Cluster 3

In reality, it seemed that the 'bridging' role was played by both the head of institution and the secretary in most institutions, and depended on the matter in hand. Most major strategic or other academic items appeared to be dealt with by the head of institution, building upon their role as chair of senate or the academic board, whilst operational and business issues tended to be addressed by the secretary. Finally, in 89% of cases, the backstage role of the secretary was considered to be a powerful means to influence the work of the governing body:

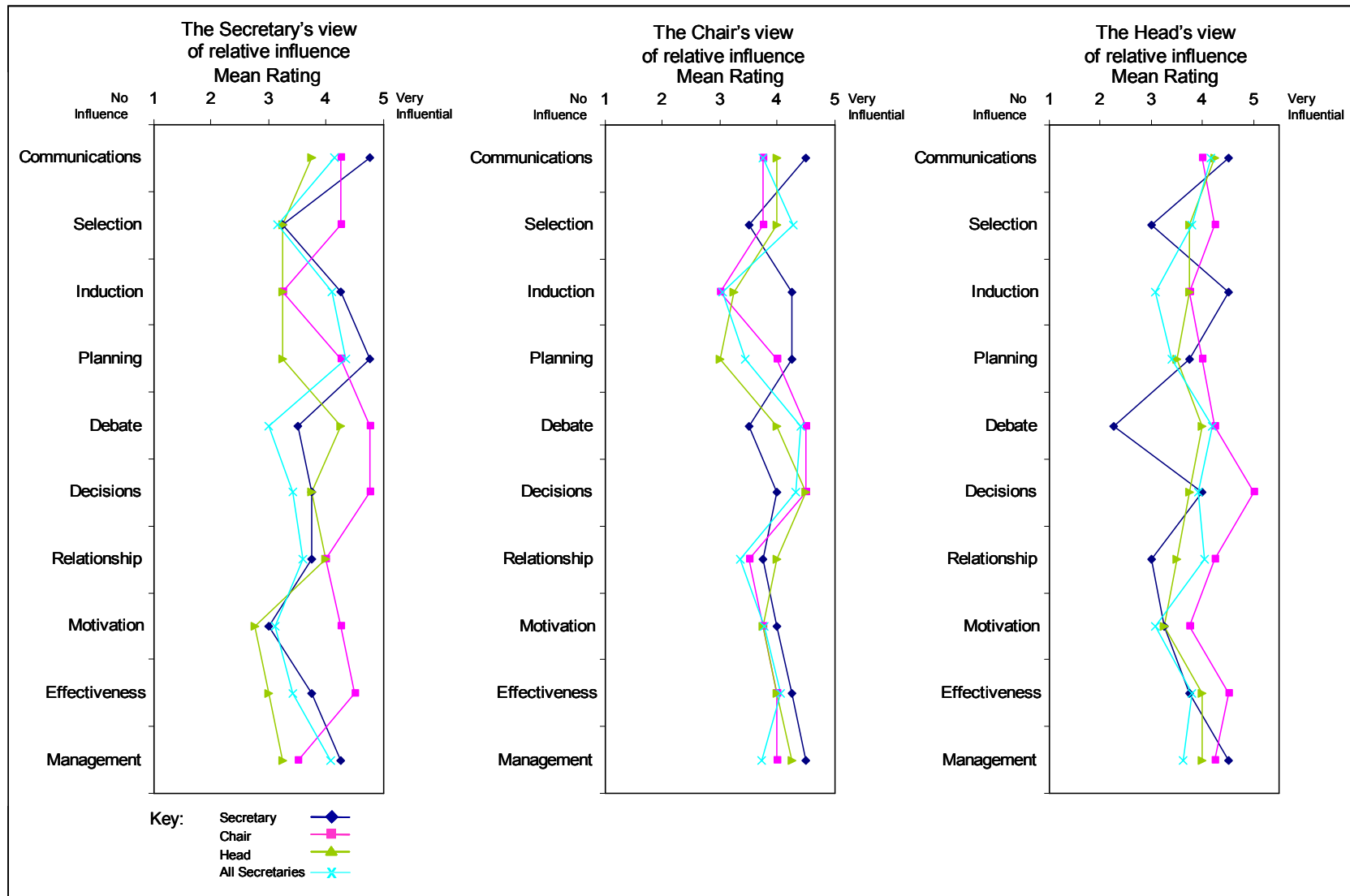
"....My influence is much better used outside the meeting, before we get to the meeting, with individual members or whatever but at the meeting it seems to me that one does have to take the role of secretary of council and try to be judicious about when you actually intervene, and what one says."

Pre-92 Secretary (O)

Cluster 2

The interviews suggested that the orders of influence identified in Table 32 could be more complex than first thought, so the analysis was extended by using the results of the question set on role influence (survey question 29) from the interviews with the chairs and heads of institution, together with those provided by their secretaries. It only proved possible to obtain a full set of data from 4 institutions (1 pre-92, 2 post-92 and 1 HEC) because interview participants were sometimes reluctant, or unable, to place a numerical score on the role of the other key players. Given this limitation, the results of the analysis should be treated with care, but they nonetheless point to some interesting conclusions. The analysis used the results from the 4 institutions to chart the views of the secretary, chair and head of institution about their influence and that of the other two key players (Figure 12). The results from the survey were then added, to determine whether the 4-institution sample was broadly representative of the wider group of secretaries.

The wider sample of secretaries and the 4-institution group proved to be similar in the general pattern of response, but there were some differences in the levels of reported influence, shown by the light blue line (all secretaries) and the dark blue line (4-



**Figure 12: Ratings of relative influence of the interview group secretaries, chairs and heads of institution, and the 'all secretaries' survey group**



institution group) in Figure 12. Where the views of the all secretaries group varied from the 4-institution group, they tended towards slightly lower levels of influence for secretaries and chairs and a fairly consistent match in the case of heads of institution, apart from the effectiveness of the governing body, the management of governance, communication between the institution and governing body members and the selection of new governors, where the wider group felt they had more influence. In short, secretaries in the 4-institution group reported a slightly higher rating for their own influence, and that of their chair, than the survey population. Despite these observations, the maximum differential ratings were from -0.79 (influence on effectiveness by heads of institution) to 0.81 (influence on the planning of meetings by chairs); all other observations fell within this range.

The views of all three key players about the influence of the chair were broadly consistent, with higher levels of influence for their contribution to debate and decision-making in governing body meetings. The chairs consistently provided lower ratings for their own contribution than those of the secretaries and heads of institution, but the all secretaries group provided very similar ratings, apart from in the planning of meetings, where the wider group felt the chair had a lower level of influence than that perceived by the interviewed chairs, and in the selection of governors, where the all-secretaries group felt the chair had more influence than that perceived by the interviewed chairs.

Further variations were found in the views expressed about the influence of heads of institution. In this case, the chairs felt the head of institution had more influence than them over decision-making, relationship building between the governing body and the rest of the institution and motivation of governing body members, but less in the planning of meetings and governor induction. The 4-institution secretaries, on the other hand, took the view that heads of institution had lower levels of influence in a wider range of activities, largely involving work outside governing body meetings.

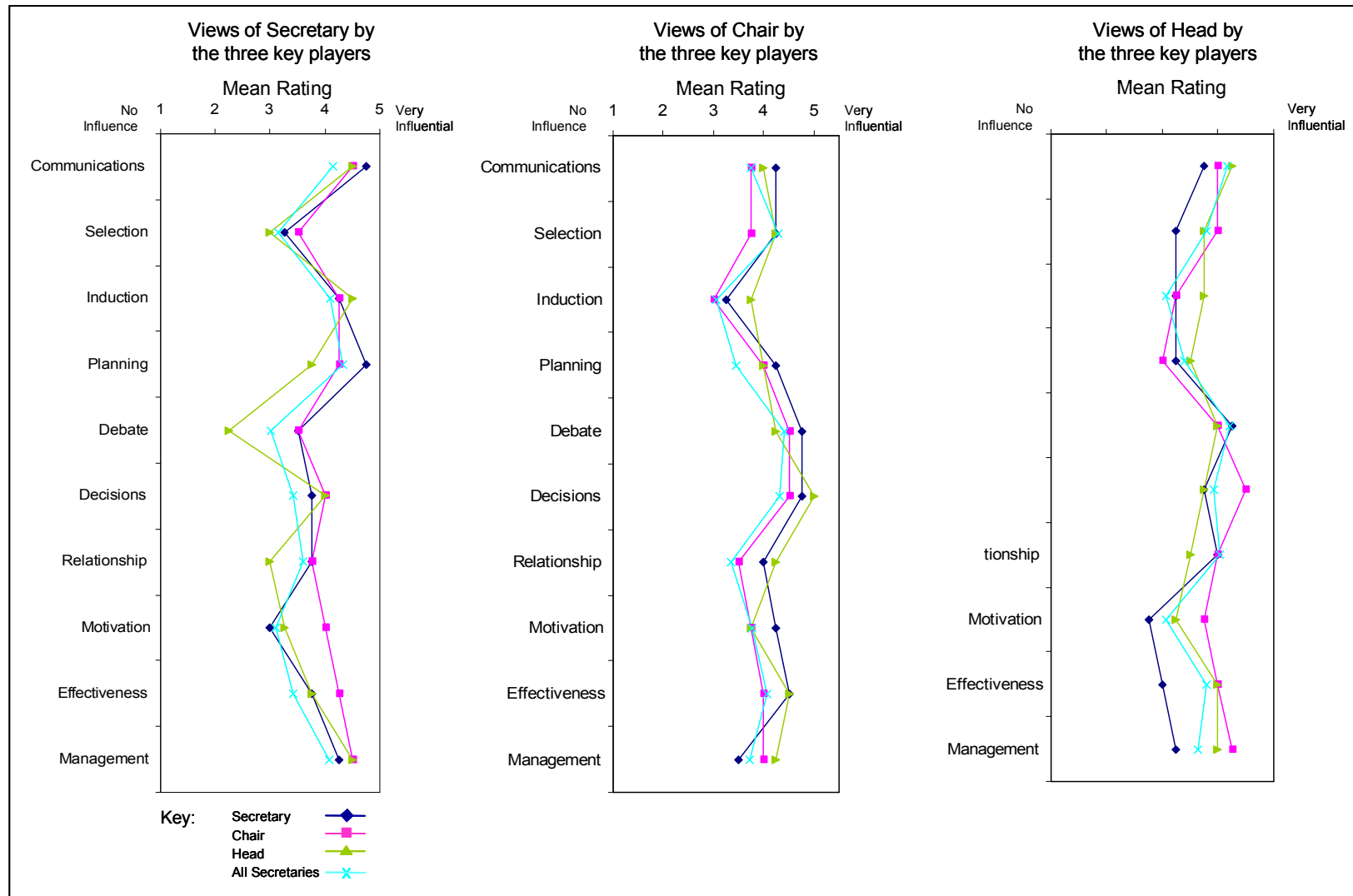
The widest variations were seen in the case of the secretaries. Whilst there was general consensus about the level of influence of secretaries on communications and the selection of governors and induction, differences began to emerge between the views of secretaries and heads of institution around the planning of meetings, building relationships between the governing body and the rest of the institution and, most noticeably, in terms of influence on debate in governing body meetings, where the heads of institution provided lower ratings than the secretaries and the chairs.

Interestingly, however, heads of institutions and chairs suggested that secretaries might have a slightly higher level of influence on decision-making in governing body meetings than that felt by either secretarial group. Chairs tended towards a higher rating for the influence of the secretary on the motivation of governors and the effectiveness of the governing body.

The ratings are re-presented in Figure 13 to show the responses of the 4-institution group, and the way in which each key player rated their own influence and that of the other two key players. The views of the all secretaries group are also shown.

This view of the data allows the relative 'influence priorities' of each key player in the 4-institution sample to be compared. Table 33 shows the order of influence of each factor. The interview dataset revealed that the secretary had first order influence, as in the wider survey, on communications, induction, the planning of meetings and the management of governance. The head of institution had first order influence on relationships between the governing body and the institution, but also debate in meetings and the selection of governors, a slightly broader pattern than shown in the earlier analysis. In the latter two cases, the chair was relegated to the second order level. The picture in the second order ratings was also different than the earlier analysis in that the head of institution did not dominate this level, and the secretaries could be seen at higher ratings than the heads of institutions for decision-making, motivation and effectiveness of the governing body

The comparison of the interview results with the survey results, both of which took account of the mean scores across the full scoring range, revealed matches between the order of influence ratings in 4 areas that placed the secretary at the first order level (communications, induction, planning of meetings and management of governance) and one where the chair was at first order level in the motivation of governors. The correspondence of the interview data with the survey results for the first order level of influence shown by the secretary appears to support the suggestion that the influence of the secretary is significant. The spread of first order influence also supported the notion that there could be a triadic relationship at work in higher education governance.



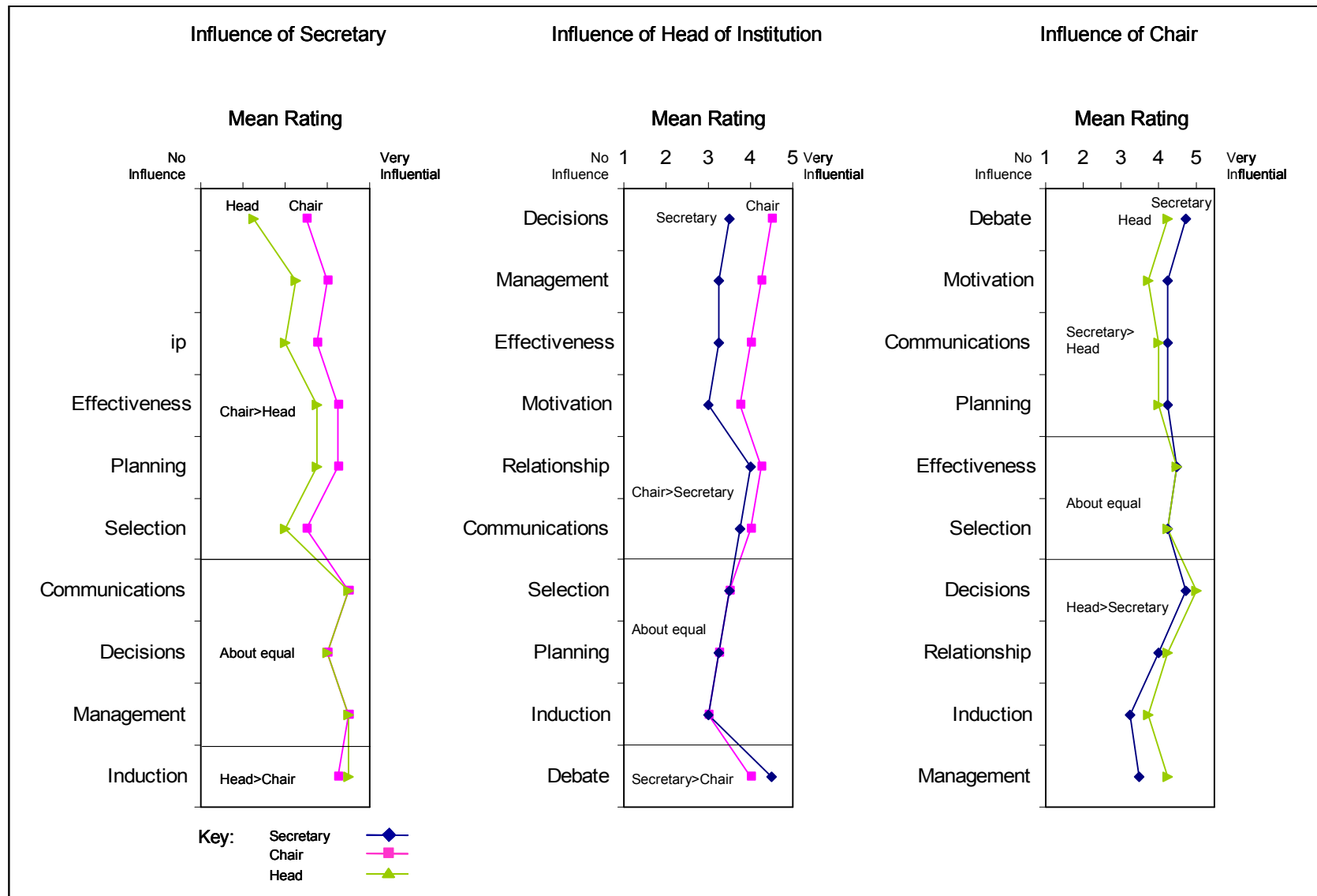
**Figure 13: Ratings of the influence of the interview group secretaries, chairs and heads of institution, and the 'all secretaries' survey group**

**Table 33: Interview ratings of influence on aspects of institutional governance by order of key players, compared with the ‘all secretaries’ survey results**

Serial	Governance Factors	Level of Influence			Survey match
		First Order	Second Order	Third Order	
1	Communications	Secretary	Head of Institution	Chair	Y
2	Selection and appointment	Head of Institution	Chair	Secretary	N
3	Induction	Secretary	Head of Institution	Chair	Y
4	Planning meetings	Secretary	Chair	Head of Institution	Y
5	Debate in meetings	Head of Institution	Chair	Secretary	N
6	Decision-making	Chair	Secretary	Head of Institution	N
7	Relationships	Head of Institution	Chair	Secretary	N
8	Motivation	Chair	Secretary	Head of Institution	Y
9	Effectiveness	Chair	Secretary	Head of Institution	N
10	Management	Secretary	Chair	Head of Institution	Y

Despite the evidence of each of the key players being in a position to exert influence on various governance factors, there remained an issue about the differences in views shown between them on the scale of influence at play. To address this point, the differences in mean scores for the 4-institution sample were calculated for the ratings of pairs of key players about the third key player. The results were then ordered to show in which areas there was general agreement about the level of influence and where the views of the two key players contributing the rating differed (Figure 14). The rating of the influence of the chairs by the heads of institution and secretaries was broadly comparable. However, the analysis revealed a generally lower rating of the influence of the secretaries by heads of institution than chairs, and a lower rating of the influence of heads of institution by the secretaries than chairs. Each of the perceived differences took a unique form, and there was no consistent order of difference in the governance factors across all three tables.

It should be remembered that these results were based on a small group of institutions, and it seemed clear from the data that the chairs had been relatively positive in rating the influence of the secretary and head of institution in each case. What was apparent, however, was that the secretaries and heads of institutions did not take the same approach and appeared to have the greatest differences in how they saw the influence of the other party. This view seemed to be supported by the interview material which pointed to tensions between the secretary and the head of institution where the actions of the head of institution, in particular, needed to be held in check, or at least ‘nudged’ in a particular direction, by the secretary. There will obviously be differences in the way in which this relationship is managed over time and in terms of the context of the work



**Figure 14: Differences in the ratings of influence and the consequent ranking of influence factors**

at hand. Nevertheless, the pattern of views in this study suggests that there is a need to focus on this aspect of the triadic relationship as a priority, to establish a greater awareness about the governance responsibilities that the head of institution and secretary think they hold, and to show that different perceptions of influence exist so that they can be more openly addressed.

## **5.5 Conclusion**

The investigation of the working relationship between the secretary, chair and head of institution identified a number of major issues and pointed to areas where the secretary can influence the work of the governing body. The cluster analysis pointed to three main types of governance approach, each of which could be characterised by a series of variables. It is recognised that these clusters could, over time, be fluid in membership and that they are not yet tied to a measure of effective governance. Nevertheless the analysis provided useful indicators of the governance culture in the surveyed institutions. These included variations between institutions in their view of the value of external guidance on governance, the part played in governance by the head of institution and chair, the provision of advice by the secretary to the governing body and the views of secretaries on contributions to governing body effectiveness. All of these factors provide a rich vein for further comparative research.

The rating by secretaries of the influence of the 'triad' of the three main governing body players distinguished clear roles between them. The relative ratings of influence indicated that the secretary and chair have considerable influence, at least in the views of the secretaries, in the management of governance within their institutions. In the case of the secretary, some of this, it appears, is operated backstage in a supporting role to the head of institution, but it may also take place on stage, in the setting of governing body meetings or front-of-house, amongst the wider institutional community. Influence may also be expressed independently, with other members of the governing body and the executive, where the 'bridging' role played by the secretary appears to be critical, or even in cases where the secretary needs to deal with difficult relationships between the head of institution and the governing body. In other words, the secretary's influence could be seen as much in the facilitation of governing as much as in securing progress with the business of governance.

When looking further at the issue of influence, some useful findings emerged about perceived levels of influence between the whole survey population, consisting only of secretaries, and the, albeit smaller, sample of interviewees, comprising chairs,

secretaries and heads of institutions. The conclusion was drawn that secretaries appear to have a high degree of influence, at least over communications between the governing body and the rest of the institution, governor induction, the planning of meetings and the management of governance. This supports the hypothesis that research on higher education has underestimated the importance of the part played by the governing body secretary in the 'doing' of governing (Study Aim (a)) and has helpfully described the main areas of influence that can be seen in this work (Study Aim (b)).

## **CHAPTER 6**

### **DISCUSSION, CONCLUSIONS AND LESSONS FOR PRACTICE**

#### **6.1 Introduction**

Three cross-cutting themes considered to be important to this study were identified in Chapter 1. These were the role context, relationships and influence used by secretaries in the management and operation of governance activities. The themes were investigated in the literature review in Chapter 2 and, informed the development of the conceptual model in Chapter 3, in which it was suggested that they underpinned other elements of practice seen in the secretary's work.

Several other factors began to emerge in the early stages of the study that lent weight to the existence of the cross-cutting themes. The first, related to context, was that the secretary's role had developed in importance in the last ten years, possibly because of the increasingly technical and compliance-based environment of governance within higher education. The second theme of relationships highlighted the roles played by the secretary in 'boundary-spanning' (Aldrich and Herker, 1977; Williams, 2002) or 'bridging' between the governing body and the rest of the institution, in the management and co-ordination of governance, and between the governing body and the external environment (Korac-Kakabadse, Kakabadse and Kouzmin, 2001, p.29; Middlehurst, 2004, p.275) when dealing with external guidance or new institutional structures. A further factor in this theme, which began to move into the realm of influencing, was the requirement to act as a 'balancing agent' in the relationship between the chair and head of institution, advising them in their governance roles whilst also acting as a member of the triadic governing network. The third theme concerned the backstage influence of the secretary, which was fundamental to both bridging and balancing activities, and was likely to shape the work of the governing body and the contributions of its other key players through informal mechanisms as well as formal processes.

The empirical stage of the study attempted to test to what extent these themes could be seen within UK higher education governance, and how they fell within the conceptual model presented in Chapter 3. It was apparent from the survey data that this was an extremely complex operating environment. Differences in institutional culture, the organisation of governance and individual styles added local nuances to the way in which governance and governing was conducted. Nevertheless, a number



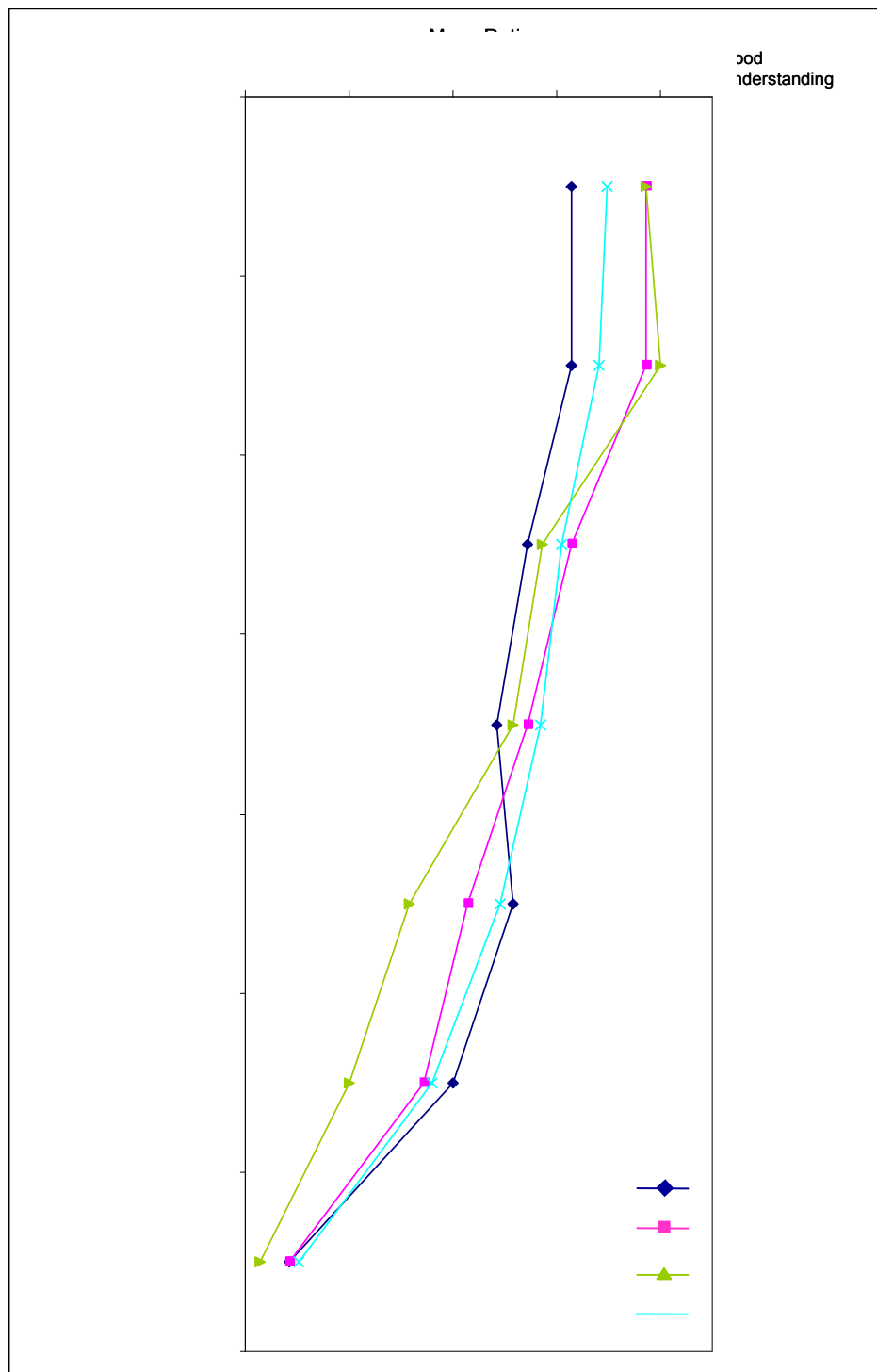
of patterns emerged in the data that appeared to confirm that aspects of role, relationships and influence could be identified in governance practice and that they had proved a useful frame of reference for the study.

## **6.2 The role of the secretary**

The first theme concerned the technical role played by the secretary, which can encompass a wide range of legal, procedural or constitutional issues. It was found that the majority of secretaries do not hold professional qualifications in these areas. The professional administrator/manager does not seem to be as prevalent in governance as in other areas of university administration (Whitchurch, 2006), such as the management of estates or human resources functions, possibly because, until recently, governance has often played a secondary role to other duties held by the person responsible for the work of the governing body. But does this matter? Whilst there are early signs that the position could be changing with the introduction of specialist governance units, there are also concerns about the potential loss of the co-ordinating role of the senior-most administrator (Holmes, 2006) who, in most cases, acted as secretary to the governing body. A number of interviewees noted that an ability to deal sensitively with a wide range of interpersonal and political issues was probably of greater importance than a professional qualification. It seems that professional knowledge is only one element of the skills set required for the role to be undertaken successfully.

Shattock (2006) proposed that the distinctive contribution of the secretary was the management of the 'governance business' of the higher education institution. This suggests a process-based approach that simply relies upon the co-ordination and presentation of information for the governing body; a role as custodian of the 'soft-law' rulebook with the occasional intervention on 'hard-law' issues. The fieldwork found that whilst most secretaries are engaged in these activities, with key contributions in the recruitment and induction of new governors, agenda setting and providing legal and procedural guidance, the contribution was often more than simply 'management'. It could extend to a role equal to that of members of the governing body, and in some cases involved leading the delivery and development of governance processes and finding innovative ways to improve institutional governance. In such cases, the secretary's role could be more accurately described as 'directing' the business of governance, to ensure that a wider set of considerations than governance processes were brought into play.

Despite this, the role is unlikely to be widely understood, as demonstrated in the response to a survey question about perceptions of the understanding of the role within the institution (survey question 22). Figure 15 shows the means scores from all secretaries (n=99) compared to those from the chairs, heads and secretaries of seven institutions gathered during the interviews (2 pre-92, 3 post-92 and 2 HECs).



**Figure 15: Perceptions of the understanding of the role of governing body secretary**

The results indicate that there is greater understanding of the role of the secretary by those nearest to the secretary's work, with close agreement amongst the respondents about the level of understanding by non-executive (lay) and staff governors. Of interest, however, is the higher perceived understanding of the role by the chairs and heads of institution than suggested by the secretaries, either in their own institutions or in the wider survey sample. This implies that secretaries may feel their role to be not as well understood as it could be, even by those who work closely with them on governance matters. At the other extreme, the responses for student governors, other staff and other students were closely related in both secretary categories of response, and also by the chairs. Of interest here is the view taken by heads of institutions that the secretary's role is less well understood in the wider institution than it is believed to be by chairs and secretaries. This second disconnection could be the result of work by the secretary of which the head of institution is unaware, a more accurate reflection of reality (though the response from chairs might suggest otherwise) or a view amongst heads of institutions that a degree of understanding is not entirely necessary.

A number of interviewees (55%) felt that the work of the secretary was not of significance to many staff, and certainly not to the wider student body, unless the governing body had made a controversial decision to which these constituencies took exception:

"They would see the registrar, I think, as the guy who runs the administration, is part of the senior management team. I don't think they would have a very clear conception of his role in relation to the governing body, in his role as secretary."

Pre-92 VC (C)

Cluster 3

Others (33%) took a different view, particularly chairs who felt that communication with the wider institution could be improved:

"I'm always a bit shocked.....by how little most academics seem to know what the (governing body) does....I think the knowledge of the university's governance amongst its own academics is not as good as it ought to be.....I think there is a need to better inform people about the functions of the different people in the university, if only to reduce the huge amount of conspiratorial stories that go around about this, that or the other being fixed."

Pre-92 Chair (N)

Cluster 2

Whilst there is a perception that staff and students may not care much about the role of governance, particularly in larger institutions, the decisions ultimately made by the governing body have an impact on the rest of the organisation. It is therefore

incumbent on the secretary to find a way to improve communications between governing bodies and the rest of the institution, so that the wider organisation can begin to appreciate the constraints within which major institutional decisions are made, and governors can obtain a range of views from constituencies other than the senior management. This process could begin by setting out more clearly what it is that the governing body does, and, in particular, the role played by the secretary in the directing of governance. The results from this study show that a starting point might be in persuading heads of institutions that this form of 'bridging' could be a valuable component of the secretary's work.

### **6.3 Relationships between the secretary, chair and head of institution**

Aspects of the relationship between the secretary, chair and head of institution were apparent throughout the study. An early unexpected finding was the extent to which the performance of the secretary seemed to be evaluated without the involvement of the chair. The survey found about 20% of cases of this type, and particular examples were explored in subsequent interviews. The CUC guidance (2004), suggests that:

*'Normally the secretary combines this function with a senior administrative or managerial role within the institution. The institution and the secretary must exercise care in maintaining a separation of the two functions. Irrespective of any other duties that the secretary may have within the institution, when dealing with governing body business the secretary will act on the instructions of the governing body itself'* (p.21, paragraph 2.16(b))

The guidance also says that, *'the secretary should be solely responsible to the governing body and should therefore have a direct reporting link to the chair.....for the conduct of governing body business'* (paragraph 2.16 (c)). At the same time, Chairs are encouraged to, *'take care not to become involved in the day-to-day executive management of the institution'*, (p.20, paragraph 2.13), one aspect of which could reasonably be expected to be the monitoring of the performance of the secretary's work. In cases where the reporting link exists but the performance of the secretary is overseen without any input from the governing body, there is potential for confusion and miscommunication, even though, in reality, many secretaries appear to operate somewhat independently and tend to set their own work agenda and performance standards. Nevertheless, greater clarity in the guidance, and options available for monitoring the work of the secretary, might be helpful for all concerned, particularly if

the trend towards single-role secretaries outside the senior management team is continued, so as to map out the relationship expected between the secretary, the chair and the rest of the institution. The approaches could include, for example, separate reviews by the chair and head of institution or joint meetings between all three parties. A forum for the frank exchange of views about the performance of the board, and the secretary's role in the work of the governing body should, however, be available, as a first step in evaluating key governing relationships and their contribution to the overall performance of the governing body.

This approach is suggested because the study found that relationships in the governing triad are not without their difficulties. A number of interviews revealed tensions between the three key players that, whilst not serious, appeared to have emerged because either the chair or head of institution had acted outside their sphere of responsibility or there had been concerns about the performance of one of the parties that had not been openly addressed. The tension between the secretary and the head of institution was acknowledged by one secretary to be inevitable and even a positive force, so long as the secretary remembered that the head of institution was ultimately in charge. In other cases, where a more dominating head of institution was seen, a difference in view could be a cause of some frustration for the secretary and could spill over into the relationship between the head of institution and a 'new-style' chair, expecting to fulfil a role closely aligned to the expectations set out in modern governance guidance. The secretary could be caught in the middle, balancing their own position between these opposing forces, still acting as a 'special advisor' to the head of institution in their governance and other managerial capacities whilst ensuring that sufficient attention was given to the needs of the chair. Ensuring that the 'triadic' relationship, identified by several interviewees, remains healthy is therefore a key, and challenging, task of the secretary, but must also be appreciated by the chair and head of institution.

#### **6.4 The influence of the secretary**

Whilst the chair and head of institution appear to be expected to have distinctive governance roles and to largely remain within them, the secretary has to act as a bridge in a set of roles and relationships, particularly when working with the chair and head of institution. The ability to respond to two 'bosses', advise them, make sure that they are both aware of each others' views and sometimes hold either, or both, in check requires not only political skill but also the trust of both parties and the wider governing body. Much depends upon the strength of the working relationship between these key

players and a common understanding of the part to be played by each in relation to the governing body. In the case of the secretary and the head of institution, there has to be a particular openness about the way in which the secretary must sometimes place the wishes of the governing body above those of the 'chief executive'. With the chair, the secretary must ensure that a line of access is maintained so that the advisory role often played by the chair with the head of institution can be balanced, if necessary, by a wider, independent, institutional perspective.

In this respect, the analysis of the provision of advice and the handling of conflicts was revealing. It highlighted the influence held by the secretary in governing relationships and demonstrated how the secretary must be able to move seamlessly between acting as a 'servant' and 'leader', either with the whole governing body or with individual governors. This requirement is not, however, restricted to members of the governing body. The secretary may not formally act as a representative of the governing body in other institutional decision-making settings, particularly if present in another managerial capacity, but must nonetheless remain aware of the likely reaction of the governing body to policy developments, the decisions proposed by managers and the actions of other staff, and be a source of influence and guidance on emerging proposals before they reach the boardroom. This type of influence could be seen in the advisory role played by the secretary in a range of decision-making groups and committees and in the way in which information prepared by other contributors, even in some cases the head of institution, was reshaped by the secretary before it went to the governing body.

This could be considered as merely 'gatekeeping' or 'controlling' the information that the governing body is eventually able to see, elements of the second dimension of power described in Chapter 2 (Hardy *et al.*, 1996). However, it seemed, from the interviews in particular, that there was a more subtle process involved, related to the shaping of preferences seen in the third dimension of power (Lukes, 2005). An intervention by a secretary was often aimed at ensuring that the business of the institution was not unduly delayed because the governing body would not be able to reach a conclusion from poor information or the poor presentation of that information. At the same time, most interviewees took the view that certain decisions were reserved for the governing body and could not be taken in such a way that the governing body was circumvented, even though, as noted by Boston (2000, pp.105-106), proposals continue to be presented more often as a *fait accompli*, than a set of options from which the governing body has to make a choice. The secretary's bridging role was extended into less formal settings than other institutional committees to ensure that these objectives were achieved. In some cases, the directing of governance was

handled via the senior management team, contact with (typically) senior staff or even by routine meetings between the chair, head of institution and the secretary. In others, the secretary took the initiative to build relationships with groups perceived to be more 'distant' from the work of the governing body. The survey-based evidence of stronger relationship-building by some secretaries with elected staff and student members of the governing body, or with their constituencies, was a case in point.

Like the management of the role, the exercise of influence is not without its difficulties. The analysis described in Chapter 5 (see Figure 15), for example, revealed opposing views from secretaries and heads of institutions about their perceived influence in certain aspects of the operation of institutional governance. The three greatest differences were in the planning of governing body meetings, debate within those meetings and in relationship building between the governing body and the rest of the institution, all areas where it might be expected that a head of institution would want to stake a claim. In two of these functions, the head of institution was regarded as having a first order influence (Table 34), but in the area of meeting planning, the first order level was held by the secretary. It will be evident that perceptions need to be transformed into a clearer understanding of operating responsibilities if conflict is to be avoided in the close working relationship required between the secretary and the head of institution.

## **6.5 Reframing our understanding of higher education governance**

Byrne (2002, p.7) noted that complex systems need to be considered as a whole, rather than in discrete elements, but that they can change over time, often in non-linear ways. He suggested that 'much neglected techniques....of numerical taxonomy typified by cluster analysis', could yield a more useful insight into the 'condition' of such systems than many linear statistical techniques. This study set out to gather the views from key players in higher education institutions to try to interpret the role and influence of the secretary, recognising that whilst this would change over time, a snapshot of the 'condition' of governance in this sector could prompt a debate about the way in which governance is more usually associated with institutional structure than the people who operate governing systems. Data from the cluster analysis, considered in Chapters 3 and 5, suggested that there were three groups of institutions that could be defined by the time spent by key players on governance activities. The clusters revealed other features that suggested that styles of governance could be characterised in a new approach, not bound by institution type but effectively reframing our understanding of

higher education governance in terms of practice-based groupings. These groupings were:

**Cluster 1:** Medium time input, active governing body, process-averse with more value placed on the contribution of the head of institution than lay governors;

**Cluster 2:** Low time input, inactive governing body, process-aware with more value placed on the contribution of the (more interventionist) head of institution than lay governors;

**Cluster 3:** High time input, proactive governing body, process-friendly with less value placed on the contribution of the head of institution than lay governors.

In mapping the clusters (Figure 16) it was apparent that the role of the head of institution was a critical factor. In institutions where governance had developed a high profile role, the part played by the head of institution was less important than those in which governance was generally not as 'active'. It was also clear that where the head of institution did play a fundamental role, it could differ between the controlling function seen in Cluster 2 and the more benign contribution seen in Cluster 1. Cluster 2 contained three interview sites. In two of these there had been some underlying tensions in the relationship between the secretary and the head of institution on governance matters. In the third institution, there was no evidence of any problems in the relationship, but a clear will, on the part of the secretary, to have an equal voice on governance matters as a key stakeholder in the institution and to move the governing body forward in terms of its role and shape, in an environment where the head of institution did not see a major role for the governing body in institutional decision-making. It is difficult to say whether this was a different expression of an underlying tension, particularly because other cases of this nature were apparent in interview sites in different clusters. Nevertheless, it appears to corroborate the earlier conclusion that achieving an appropriate balance in the triadic network, and, in particular, managing effectively the relationship between, and expectations of, the secretary and the head of institution, could be more important factors in the smooth operation of institutional governance than have hitherto been appreciated.

Figure 16 shows how the clusters are distributed against three measures: their approach towards governance processes, the 'activity level' of the governing body and time inputs on governance, as well as the relative value placed on the contribution of



the head of institution. The result is a 3-dimensional view of the practice-based clusters that provides a more valuable insight into the complex operating environment of governance than is possible in the 2-dimensional structure-based approach of institution type.

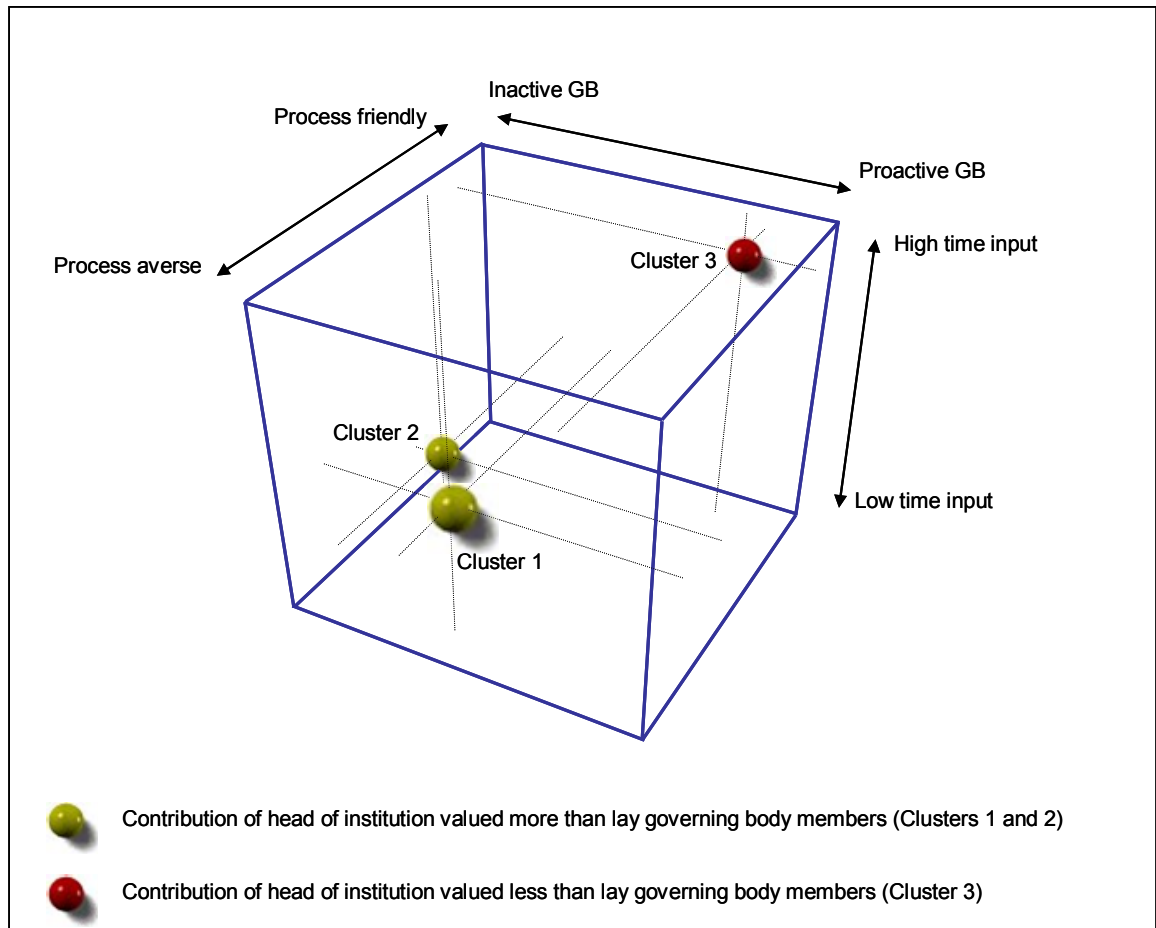


Figure 16: A 3-dimensional representation of the governance clusters

## 6.6 Conclusions and recommendations for theory and practice

### 6.6.1 Summary of the major findings of the study

The major findings of this study are that:

- The cross-cutting themes of role context, relationships and influence, investigated via a rare insight into the views of senior participants in higher education governance, are vital to developing our understanding of the people, social interactions and individual contributions that make our governance systems work;

- The multi-theoretical approach to researching these cross-cutting themes has identified two new questions that have to be addressed: 'Who Governs Governance? – the tension between supporting and directing the business of governance' and 'Governance or Governing? - the tension between process and people', to help us understand the settings and dynamics of governance in action;
- There is a triadic network in operation between the secretary, chair and head of institution, and, through the relationships displayed in this network, the secretary can have considerable influence over the institution's approach to governance;
- The secretary's key areas of influence are in the management of communications between the institution and the governing body, governor induction, the planning of meetings and the overall management, or even 'directing' of institutional governance;
- There can be significant tensions and overlap in responsibilities between members of the triad, sometimes leading to conflict, but more often resulting in sub-optimal working relationships. Critical operating roles held by the secretary, such as in the provision of advice required by the governing body, or the management of conflicts of interest, can be significant, and appear to vary, in frequency, by institution type;
- Institution type is not, however, a key determinant in the practice of governance: this study concludes that the time spent on governance, together with other variables, can more usefully characterise the approach taken by institutions, and enable them to be categorised into three distinct clusters.

### **6.6.2 The theoretical approach and conceptual model**

It was noted in Chapter 2 that the theoretical framework for this study needed to be based on a multi-paradigm approach. It was evident from the empirical stages of the study that the framework had been helpful, in that no single theoretical stance could be seen in the work of the secretary. The multi-paradigm examples ranged from the stewardship approach, where the secretary's work was geared towards improving decision-making by the governing body; stakeholder theory, where the secretary helped provide a bridge to 'distant' constituencies in the institution; managerial hegemony theory, where the secretary was seen as part of a technically 'expert' group of managers able to influence the operation of the governing body either backstage or

in its meetings; and even the agency model, where the secretary could act as part of the system of monitoring required by the governing body by controlling the actions of the head of institution and other senior staff. In the end, the complexity seen in the role required a different method of establishing an underpinning theory.

Cornforth's (2005b) paradox approach provided a means to consider ways in which a productive tension between controlling and partnering could be created between the governing body and the executive, with a focus on the relationship between the three key players in higher education governance and governing. Aspects of trust in the management of governance and issues over the responsibilities held by each key player were evident throughout the fieldwork, particularly in the interview stages of the project. The element of trust in the management of governing relationships added a further dimension, where the secretary could often 'control' and 'partner' rather than take a single line. This suggests that the paradox is insufficient to capture some of the unique features of the secretary's work and that a new definition is required. One approach might be through the identification, and further investigation, of two new paradoxes. The first: 'Who governs governance? - the tension between supporting and directing the business of governance', would recognise that the higher education secretary might play either, or both, roles, depending on a variety of structural and relationship factors that can vary over time and the context of the work at hand. The second: 'Governance or governing? – the tension between process and people', might allow future investigators to delve more deeply into the relationship factors that this study has begun to uncover to see how they impact upon the work of governing bodies. In so doing, they might be urged to continue to look beyond the chair-head of institution nexus and consider other contributors to higher education governance, and governing.

The adoption of a conceptual model (Chapter 3) to describe the role and influence of the secretary, helped set a 'top-level' approach to analyse the range of roles and relationships with which the secretary must deal. It is very likely that some of these roles and relationships, and the influence that might accompany them, will differ by institution, contribution and over time, making them a constantly moving target (Hay and Richards, 2000, p.4). Nevertheless, as a way of illustrating the variety of roles and responsibilities that appeared to be held, in the view of the survey population and those subsequently interviewed, the approach used in the model could be a helpful building block for other investigators looking at the relationships between key players and their impacts upon governing body effectiveness. In this study it proved to be an invaluable device to structure the investigation and help meet the requirements set out in Study Aim (c).

### **6.6.3 Developing our understanding of the secretary's role**

Study Aim (b) sought to identify the nature of the current role played by the governing body secretary and the way in which secretaries are able to exert influence on the work of the governing body. The major findings relating to the role are explained in Chapter 4 and those on influence in Chapter 5. A number of the findings may be of particular relevance to the way in which governance practice is developed in the higher education sector.

The first of these is that the secretary will be expected to demonstrate a positive form of political influence in the role and that this sometimes requires a degree of independence from the chair and head of institution as much as it does the other members of the governing body. Secretaries need to establish the ground rules necessary to maintain an independent line early on in their relationship with other key players, and should be provided with the means to establish this position without undue interference from heads of institutions or other senior institutional managers. Separating the role description for the duties of the secretary from other responsibilities held in the institution may be one possible approach. Another may be the promotion of a greater understanding of the 'triadic' relationship between the key players and determining ways in which the effectiveness of that relationship can be improved.

The second is that future guidelines on governance practice should have an increased emphasis on the development of effective working relationships between the secretary, chair and head of institution. At present, the emphasis is on formal methods of communication rather than informal interactions between the three key players and with the wider governance community, and this balance needs to be redressed so as to more accurately reflect 'real-world' governing practice.

These findings are likely to make a timely contribution to interests in this area held by the LFHE and the CUC, particularly as governing bodies are encouraged to move beyond the realm of monitoring institutional performance to more rigorous methods of monitoring their performance, and contribution, to the life of the institution. They also point to a need for much greater understanding, at the micro-level, of the operating roles and environment of key players in institutional governance, and how their activities relate to the work of the institution's executive management. The approaches seen in recent research on complementary leadership teams (Miles and Watkins, 2007; Sheard and Kakabadse, 2007), for example, could usefully be extended to higher education governance to address these issues. A greater understanding of the factors

at play in governing bodies that require high levels of advice and support, and where conflicts of interest are more routinely seen, could also identify mechanisms to help secretaries deal with these difficult aspects of their role.

#### **6.6.4 Managing governing relationships**

Cornforth (2005a, p.243) noted that, *'How boards work is crucially affected by the relationship between the board and the management or other staff they work with'* and, citing Mole (2005), concluded that, *'aligning expectations and achieving a satisfactory division of responsibilities and activities are often problematic'*. He suggested that there was a need for boards and managers to regularly review and negotiate their relationship to take account of differing expectations and responsibilities. The same need for clarity, particularly between the roles of executive chairman and CEO, has been recognised in the US **company** sector (Nadler *et al.*, 2006). A number of other studies cited in the literature review by Kezar and Eckel (2004, p.386) suggested that the clarification of roles was critical to higher education governance effectiveness and efficiency, and that addressing informal interaction outside the formal structure was key.

This study found a pattern of misaligned expectations similar to that identified by Mole (op cit), but this time between three key players in higher education governance rather than simply between 'the board' and a single member of the executive. Whilst recognising the small sample involved, the analysis of the interview-based data yielded contradictory views about perceptions of influence between the head of institution and the secretary, whilst there was general agreement about the contribution of the chair. The views were most at odds in relation to the perception of heads of institution of the influence of the secretary in debate in governing body meetings, but also emerged in backstage work such as the planning of meetings and relationship building between the governing body and the rest of the institution. These overlaps, and resulting tensions, seemed to have taken place outside formal governing body structures and had more to do with the actions of one of the triad or a disagreement amongst members of the triad (typically the secretary and the head of institution but also in other two-way relationships).

To address this point, further work is required to establish an understanding of specific roles and responsibilities in relation to governance so as to move beyond simple post or job descriptions (what needs to be done) onto the way in which tasks are undertaken (how things are done). The Leadership Foundation for Higher Education Governance

Development Programme has established an annual 2-day event for chairs and heads of institutions to, *'assist in the development of a positive relationship'* (LFHE, 2006, p.3) between these key individuals. A different model exists in the US where the AGB National Conference on Trusteeship actively encourages attendance by the three key players in institutional systems of governance. The AGB has also recently called for university presidents to find ways in which senior staff can share insights with the president and the board (AGB, 2006). There is scope for the UK development activities to be extended to include the secretary so that there is an opportunity for a three-way dialogue to take place on institutional and governance matters. Particular issues arising from this study that could be addressed in this way include how the secretary can act, on behalf of the governing body, as a bridge to other constituencies in the institution, how the role of the secretary can be monitored independently of the head of institution and how to ensure that chairs and heads of institution understand that the secretary's role may sometimes require intervention in the informal operation of the governance responsibilities of the other two parties.

#### **6.6.5 Improving institutional governance**

Nadler *et al.* (op cit) noted the conclusion of the US National Association of Corporate Directors Blue Ribbon Commission on Board Leadership that effective company boards, *'have not one or two leaders, but a system of leadership, that calls on board committee chairs and other individual directors to provide leadership in various aspects of governance'* (p.81). It could be suggested that, in the context of higher education, the leadership system extends to the role of the secretary. In directing institutional governance, and ensuring that governance processes and governing relationships are effective, the secretary is in a pivotal position to 'join up' the information required by the governing body and to progress the business of governance by the use of informal networks, as well as formal governance machinery. At this point, however, it may be worth noting that there are common frustrations about the way in which these tasks are carried out, not only in higher education, but in other sectors.

Hardin and Roland (2006) reported three key findings about company board processes from the Blue Ribbon Commission and annual USC/Mercer Delta Corporate Board Surveys that are worthy of consideration in the UK higher education sector. The first was that the Blue Ribbon Commission identified significant dissatisfaction with the content, volume and accessibility of the information received by company directors, a view echoed in LFHE gatherings of higher education governors. There is significant scope for further research, networking and practice-sharing on the methods used to

streamline this aspect of governance work. The 2003 US survey identified that only 41% of directors said that their board had significant influence over its own agenda, but that this had risen to 60% in 2004. This study has identified the predominant influence of the secretary on agenda setting for the governing body, which may be the most pragmatic way of dealing with governance work but not the most effective way in which to engage governors in the important issues facing their institution. Methods for promoting such engagement have been proposed (Chait, Ryan and Taylor, 2005), and there are examples of institutions involving their governors in a deeper understanding of strategic and marketplace issues, but, again, practice-sharing may be needed to persuade executive teams that these approaches are worthwhile and to educate governors in their use in a higher education context. The last US survey finding concerned the ability of external directors to meet without the CEO present, a practice that was rare in 2001 but had become largely routine by 2004. This enabled independent directors to consider formally the way in which the company was being managed without the influence of the CEO impacting upon the debate. It is not yet clear whether higher education governing bodies would feel able to adopt a similar stance without alienating the head of institution, particularly, given the results of this study, if the secretary was present at these meetings. And, if novel methods such as these are to be developed, there will be a need for future generations of heads of institutions, secretaries and chairs to understand why they are required and how they are intended to work, so that an appropriate level of trust can be maintained in key governing relationships.

#### **6.6.6 Should we reconsider our approach to governance typologies to place further emphasis on roles, relationships and influence?**

Study Aim (a) sought to test the hypothesis that research on higher education governance had underestimated the importance of the part played by the governing body secretary in the 'doing' of governing. The findings of this study support the argument that the secretary's contribution is critical to higher education governance, and that it should receive greater recognition in future research in this field. The study went further, however, to consider the way in which the views of this influential group could be used to reflect upon the type of governing seen in higher education institutions. The cluster analysis revealed groupings of institutions based upon the time the key players spent on governance matters. For example, in Clusters 1 and 3, covering 66 of the 94 institutions analysed in this way, the time dedicated to governance matters by the secretary was significant and, in some cases in Cluster 1, could be more than double that of either the chair or the head of institution. When

combined with other characteristics found in each cluster, a new practice-based classification of governance was identified.

The clusters suggested that different levels of importance were attributed by the secretaries to their own role, that played by their head of institution and members of the governing body other than the chair, whilst there was broad agreement that the quality of the chair had the greatest impact on the effectiveness of the governing body. On the other hand, the ratings of influence and interview material considered in Chapter 5 indicated different areas of governance activity in which the secretary, chair and head of institution had influence, and in which there could sometimes be conflict. These areas particularly concerned the contributions of the chairs and heads of institutions to the management of communications with the governing body, the relationship between the governing body and the rest of the institution, the selection of new governors, the planning of meetings and the contribution of the key players to debate in those meetings.

Whilst the cluster analysis was limited in the sense that it drew upon information provided only by secretaries, it suggested that a focus on governance structure seen in most previous research on higher education governance was unlikely to tell the whole story about the complex web of processes and relationships that make up a system of institutional governance. Research with a larger group of chairs and heads of institutions would enable the cluster approach to be informed with a wider range of data to see whether there are further 'drivers' in patterns of influence within and between them.

There is a problem in that these 'drivers' may change with the personnel undertaking governance work, and may also depend upon relationships that change over time. As Petersen and Short (op cit, p.539) concluded, there may also be other attributes at play, including aspects of social attractiveness and social style, that could affect relationships, the individual survey responses and, in turn, membership of the clusters. The cluster analysis can tell us about the characteristics or 'condition' of a group of institutions when dealing with governance matters but will not reveal how effective their approach to governance may be. Whether we can learn more about the effectiveness of institutional governance from those that dedicate considerable time to governing and have a positive outlook on governance (as in the case of Cluster 3), or, alternatively, those with a sceptical approach to external guidelines, an active secretary and an active, but not overbearing, head of institution (as in the case of Cluster 1) remains to be seen. It is an area where further research could be of substantial benefit. But, it



would depend upon there being a more critical debate of what constitutes 'effective governance' in higher education, that moves beyond adherence to external guidelines and 'soft law' to look at the way in which governance structures and governing relationships add value to the work of the institution.

To start this debate, my contribution, via this empirical study, has been to provide new insights into the role and influence of the secretary in higher education governance, embodied in working practices and relationships with other key governance players. In the process, rare data and 'voices' have been presented to show how research must move beyond the constraints of governance structures to consider the way in which people actually govern their institutions. Further research could usefully build upon the findings of this study, to consider other aspects of the working relationships within the triadic network of the secretary, chair and head of institution and to help determine the impact of this triad on the effectiveness of institutional governance in UK higher education.

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## **APPENDIX 4: BACKGROUND DATASET**

## Chapter 3

**Table 6 (Page 84)**

**In what region is your institution based?**

Region	Count	%	UK Count	%
South East	17	15.5	19	11.4
South West	8	7.3	14	8.4
London	25	22.7	39	23.5
East of England	6	5.5	8	4.8
East Midlands	7	6.4	9	5.4
West Midlands	8	7.3	12	7.2
Yorks & Humber	8	7.3	11	6.6
North East	2	1.8	4	2.4
North West	8	7.3	14	8.4
Wales	7	6.4	12	7.2
Scotland	11	10.0	20	12.0
N Ireland	3	2.7	4	2.4
Total	110	100.0	166	100.0

## Chapter 4

**Figure 3 (Page 100)**

**Who, in the case of your Nominations Committee, is the principal person that (choose one for each item):**

Response	Services Committee	%	Develops membership Criteria	%	Makes first approach to new members	%	Confirms appointment and role desc	%	Organises/ hosts tours of HEI	%	Arranges meetings or briefings with Chair/Hol etc	%	Provides information/ resources	%
No response	3	2.7	8	7.3	7	6.4	5	4.5	4	3.6	3	2.7	3	2.7
Chair	1	0.9	23	20.9	27	24.5	17	15.5	1	0.9	0	0.0	1	0.9
Head of Institution	0	0.0	8	7.3	27	24.5	3	2.7	15	13.6	8	7.3	1	0.9
Secretary	88	80.0	66	60.0	37	33.6	78	70.9	75	68.2	86	78.2	97	88.2
Other non-exec GB member	0	0.0	1	0.9	5	4.5	1	0.9	1	0.9	0	0.0	0	0.0
Other staff	18	16.4	2	1.8	1	0.9	2	1.8	12	10.9	13	11.8	8	7.3
N/a	0	0.0	2	1.8	6	5.5	4	3.6	2	1.8	0	0.0	0	0.0
Totals	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0

**Figure 4 (Page 103)**

**Who, in your governance structure, ultimately: (choose one for each item):**

Response	Decides format/timing of GB induction programme	%	Decides content of GB induction programme	%	Arranges provision of GB induction programme	%	Delivers GB induction programme	%	Evaluates GB induction programme	%	Feeds results of evaluation into future programmes	%
No response	5	4.5	5	4.5	4	3.6	13	11.8	10	9.1	9	8.2
Chair	23	20.9	26	23.6	3	2.7	5	4.5	20	18.2	9	8.2
Head of Institution	8	7.3	7	6.4	4	3.6	13	11.8	6	5.5	5	4.5
Secretary	68	61.8	66	60.0	88	80.0	60	54.5	43	39.1	65	59.1
Other non-exec GB member	0	0.0	0	0.0	0	0.0	0	0.0	6	5.5	1	0.9
Other staff	2	1.8	2	1.8	10	9.1	7	6.4	9	8.2	7	6.4
External contributor	0	0.0	0	0.0	0	0.0	3	2.7	1	0.9	1	0.9
N/a	4	3.6	4	3.6	1	0.9	9	8.2	15	13.6	13	11.8
Totals	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0



**Figure 5 (Page 109)**

**Who, in your governance structure, ultimately (choose one for each item):**

Response	Decides which items appear on GB agenda	%	Decides order of business on GB agenda	%	Decides timing of business on GB agenda	%	Briefs Chair on relative priorities on GB agenda	%
No response	7	6.4	6	5.5	4	3.6	6	5.5
Chair	58	52.7	43	39.1	59	53.6	0	0.0
Head of institution	17	15.5	9	8.2	4	3.6	17	15.5
Secretary	25	22.7	50	45.5	33	30.0	85	77.3
Other non-exec GB member	0	0.0	0	0.0	0	0.0	0	0.0
Other member of SMT	1	0.9	0	0.0	0	0.0	0	0.0
My assistant or staff	0	0.0	1	0.9	0	0.0	0	0.0
N/a	2	1.8	1	0.9	10	9.1	2	1.8
Totals	110	100.0	110	100.0	110	100.0	110	100.0

**Figure 6 (Page 110)**

**Who, in your governance structure, is the principal person who prepares and presents papers/reports on the following items for governing body meetings? (choose one for each item)**

Prepares: Response	Strategic/corporate planning	%	Major financial matters	%	Major academic developments	%	Student matters	%	Major support service developments	%	Risk management/audit	%	Corporate governance systems	%	Summary reports of committee meetings	%
No response	7	6.4	9	8.2	8	7.3	8	7.3	12	10.9	9	8.2	6	5.5	21	19.1
Chair	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	2	1.8	0	0.0
Head of institution	42	38.2	6	5.5	52	47.3	8	7.3	27	24.5	5	4.5	2	1.8	0	0.0
Secretary	19	17.3	8	7.3	6	5.5	16	14.5	28	25.5	38	34.5	93	84.5	64	58.2
Other non-exec GB member	0	0.0	4	3.6	1	0.9	1	0.9	0	0.0	5	4.5	1	0.9	2	1.8
Other executive GB member	7	6.4	9	8.2	10	9.1	9	8.2	6	5.5	6	5.5	0	0.0	2	1.8
Other staff (by invitation)	35	31.8	74	67.3	33	30.0	38	34.5	37	33.6	47	42.7	6	5.5	18	16.4
Student GB member	0	0.0	0	0.0	0	0.0	30	27.3	0	0.0	0	0.0	0	0.0	3	2.7
Totals	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0

Presents: Response	Strategic/corporate planning	%	Major financial matters	%	Major academic developments	%	Student matters	%	Major support service developments	%	Risk management/audit	%	Corporate governance systems	%	Summary reports of committee meetings	%
No response	9	8.2	11	10.0	11	10.0	11	10.0	13	11.8	11	10.0	9	8.2	26	23.6
Chair	2	1.8	1	0.9	1	0.9	1	0.9	1	0.9	1	0.9	8	7.3	5	4.5
Head of institution	72	65.5	13	11.8	76	69.1	17	15.5	36	32.7	11	10.0	4	3.6	5	4.5
Secretary	7	6.4	5	4.5	1	0.9	13	11.8	28	25.5	27	24.5	82	74.5	31	28.2
Other non-exec GB member	1	0.9	20	18.2	2	1.8	2	1.8	1	0.9	29	26.4	3	2.7	30	27.3
Other executive GB member	4	3.6	7	6.4	8	7.3	9	8.2	5	4.5	5	4.5	0	0.0	2	1.8
Other staff (by invitation)	15	13.6	53	48.2	11	10.0	23	20.9	26	23.6	25	22.7	3	2.7	6	5.5
Student GB member	0	0.0	0	0.0	0	0.0	34	30.9	0	0.0	1	0.9	1	0.9	5	4.5
Totals	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0

**Figure 7 (Page 114)**

**How often have you been required to provide the following types of advice to the governing body, in your role as secretary, in the last 3 years?**

Response	1 Legal	%	2 Constitutional	%	3 Procedural	%	4 Ethical	%
No reply	11	10.0	11	10.0	12	10.9	11	10.0
Every meeting	9	8.2	19	17.3	22	20.0	1	0.9
Twice a year, on average	27	24.5	49	44.5	38	34.5	14	12.7
Once a year, on average	34	30.9	29	26.4	35	31.8	52	47.3
Never	7	6.4	1	0.9	2	1.8	31	28.2
Advice provided by another member of staff or external advisor	22	20.0	1	0.9	1	0.9	1	0.9
Total	110	100.0	110	100.0	110	100.0	110	100.0

Advice types:

1. Legal advice to support decisions concerning institutional business
2. Constitutional advice (including institutional governance arrangements)
3. Procedural advice (eg on meetings procedure or related matters such as the powers of the governing body)
4. Ethical advice (to ensure that high standards of governance are maintained by governing body members)

## Chapter 5

**Figure 8 (Page 127)**

**On average, how many hours per month do you have contact on governing body business, including agenda preparation, with the following?**

Hours per month	Chair	%	Head of Institution	%	Vice Chair	%	Treasurer or equivalent	%	Non-exec members	%	Elected staff members	%	Student members	%
No response	15	13.6	15	13.6	47	42.7	45	40.9	24	21.8	26	23.6	24	21.8
<1	2	1.8	3	2.7	25	22.7	14	12.7	20	18.2	41	37.3	34	30.9
1	15	13.6	15	13.6	14	12.7	12	10.9	20	18.2	18	16.4	27	24.5
2	24	21.8	16	14.5	9	8.2	17	15.5	19	17.3	15	13.6	12	10.9
3	13	11.8	13	11.8	3	2.7	9	8.2	8	7.3	4	3.6	9	8.2
4	14	12.7	8	7.3	3	2.7	2	1.8	10	9.1	3	2.7	1	0.9
5	6	5.5	10	9.1	1	0.9	5	4.5	4	3.6	1	0.9	1	0.9
6	1	0.9	4	3.6	2	1.8	1	0.9	3	2.7	2	1.8	1	0.9
7	0	0.0	1	0.9	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0
8	4	3.6	3	2.7	1	0.9	1	0.9	0	0.0	0	0.0	1	0.9
9	1	0.9	1	0.9	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0
10	3	2.7	9	8.2	1	0.9	0	0.0	0	0.0	0	0.0	0	0.0
>10	12	10.9	12	10.9	4	3.6	4	3.6	2	1.8	0	0.0	0	0.0
Total	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0

**Figure 9 (Page 130)**

**Survey Question 20**

**On average, how many days per year would you expect the following to devote to the work of the governing body?**

Days per year	Chair	%	Head of Institution	%	Vice Chair	%	Treasurer	%	Secretary	%	Non-exec members	%
No response	19	17.3	21	19.1	38	34.5	43	39.1	20	18.2	16	14.5
<5	0	0.0	1	0.9	9	8.2	6	5.5	0	0.0	13	11.8
6 to 10	17	15.5	12	10.9	19	17.3	13	11.8	1	0.9	34	30.9
11 to 15	14	12.7	19	17.3	16	14.5	17	15.5	6	5.5	26	23.6
16-20	15	13.6	16	14.5	8	7.3	7	6.4	3	2.7	10	9.1
21-25	12	10.9	6	5.5	5	4.5	2	1.8	5	4.5	6	5.5
26-30	11	10.0	9	8.2	8	7.3	7	6.4	8	7.3	2	1.8
31-35	3	2.7	10	9.1	1	0.9	5	4.5	7	6.4	2	1.8
36-40	5	4.5	3	2.7	2	1.8	4	3.6	10	9.1	0	0.0
41-45	0	0.0	1	0.9	0	0.0	2	1.8	4	3.6	0	0.0
46-50	5	4.5	4	3.6	2	1.8	0	0.0	11	10.0	1	0.9
>50	9	8.2	8	7.3	2	1.8	4	3.6	35	31.8	0	0.0
Total	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0

**Figure 10 (Page 136)**

**Mean influence ratings for each cluster by key player, as perceived by the survey respondents**

Governance Factor	Secretary						Governance Factor	Chair						Governance Factor	Head of Institution					
	1	SD	2	SD	3	SD		1	SD	2	SD	3	SD		1	SD	2	SD	3	SD
Communications	4.19	0.86	3.90	0.89	4.25	0.90	Communications	3.58	1.08	3.71	0.91	3.89	1.15	Communications	4.20	1.05	4.16	0.83	4.00	1.05
Selection	3.26	0.89	3.06	0.86	3.15	0.92	Selection	4.27	0.90	4.21	0.69	4.32	1.02	Selection	3.88	0.98	3.92	0.77	3.66	0.84
Induction	4.02	0.81	4.03	0.80	4.13	1.08	Induction	2.90	1.06	2.89	0.87	3.29	0.97	Induction	2.95	1.30	3.02	0.78	3.23	0.80
Planning	4.29	0.89	4.21	0.69	4.46	0.91	Planning	3.39	1.14	3.24	1.04	3.66	0.77	Planning	3.39	0.95	3.42	1.17	3.40	0.91
Debate	2.83	1.01	3.07	1.12	3.20	1.00	Debate	4.24	0.89	4.34	0.80	4.56	0.97	Debate	4.15	0.85	4.34	0.76	4.21	0.94
Decisions	3.52	0.86	3.36	0.80	3.36	1.12	Decisions	4.22	0.99	4.21	0.86	4.37	0.98	Decisions	3.93	0.91	3.90	0.80	3.89	0.92
Relationship	3.74	0.91	3.32	0.72	3.63	0.87	Relationship	3.32	1.01	3.11	0.94	3.50	1.02	Relationship	4.15	0.85	3.93	1.08	3.97	1.02
Motivation	3.20	0.81	2.78	0.72	3.17	1.06	Motivation	3.66	1.02	3.56	0.95	4.04	0.85	Motivation	3.07	1.08	3.05	0.93	3.08	0.81
Effectiveness	3.40	0.73	3.31	0.74	3.56	0.91	Effectiveness	3.95	0.92	4.15	0.85	4.19	0.93	Effectiveness	3.75	0.93	3.89	0.91	3.77	1.07
Management	4.00	0.94	4.00	0.66	4.20	0.94	Management	3.61	0.92	3.70	0.87	3.80	0.85	Management	3.63	1.03	3.62	1.20	3.58	1.00

**Figure 11 (Page 145)**

**Mean ratings, by secretaries, of their influence, and that of their Chair and Head of Institution, on aspects of their institution's governance**

Governance Factor	Secretary	SD	Chair	SD	Head of Institution	SD
Communications	4.14	0.88	3.74	1.04	4.17	0.97
Selection	3.15	0.91	4.28	0.85	3.80	0.91
Induction	4.10	0.86	3.04	0.97	3.07	1.03
Planning	4.33	0.85	3.44	1.01	3.40	0.98
Debate	3.01	1.05	4.40	0.87	4.20	0.86
Decisions	3.41	0.91	4.32	0.93	3.92	0.86
Relationship	3.60	0.92	3.35	1.01	4.04	0.94
Motivation	3.10	0.88	3.78	0.97	3.07	0.95
Effectiveness	3.41	0.79	4.06	0.90	3.79	0.95
Management	4.07	0.84	3.72	0.91	3.63	1.06

**Figures 12 (Page 151), 13 (Page 154) and 14 (Page 156)**  
**Mean ratings of influence by:**

The Secretary

Governance Factor	Interviewed Secretaries	SD	Surveyed (All) Secretaries	SD	Chair	SD	Head of Institution	SD
Communications	4.75	0.50	4.14	0.88	4.25	0.96	3.75	0.96
Selection	3.25	0.50	3.15	0.91	4.25	0.50	3.25	0.96
Induction	4.25	0.50	4.10	0.86	3.25	0.50	3.25	0.96
Planning	4.75	0.50	4.33	0.85	4.25	0.50	3.25	0.50
Debate	3.50	1.00	3.01	1.05	4.75	0.50	4.25	0.50
Decisions	3.75	0.50	3.41	0.91	4.75	0.50	3.75	0.96
Relationship	3.75	1.26	3.60	0.92	4.00	0.82	4.00	1.41
Motivation	3.00	0.00	3.10	0.88	4.25	0.50	2.75	1.26
Effectiveness	3.75	0.50	3.41	0.79	4.50	0.58	3.00	1.41
Management	4.25	0.50	4.07	0.84	3.50	0.58	3.25	1.71

The Chair

Governance Factor	Interviewed Secretaries	SD	Surveyed (All) Secretaries	SD	Chair	SD	Head of Institution	SD
Communications	4.50	1.00	3.74	1.04	3.75	0.50	4.00	0.82
Selection	3.50	1.00	4.28	0.85	3.75	0.96	4.00	1.15
Induction	4.25	0.50	3.04	0.97	3.00	0.82	3.25	0.96
Planning	4.25	0.96	3.44	1.01	4.00	0.82	3.00	0.82
Debate	3.50	1.29	4.40	0.87	4.50	1.00	4.00	0.00
Decisions	4.00	1.41	4.32	0.93	4.50	0.58	4.50	0.58
Relationship	3.75	0.96	3.35	1.01	3.50	1.29	4.00	1.15
Motivation	4.00	0.82	3.78	0.97	3.75	0.96	3.75	0.50
Effectiveness	4.25	0.96	4.06	0.90	4.00	0.82	4.00	0.82
Management	4.50	1.00	3.72	0.91	4.00	0.82	4.25	0.50

The Head of Institution

Governance Factor	Interviewed Secretaries	SD	Surveyed (All) Secretaries	SD	Chair	SD	Head of Institution	SD
Communications	4.50	0.58	4.17	0.97	4.00	1.15	4.25	0.50
Selection	3.00	1.41	3.80	0.91	4.25	0.96	3.75	0.50
Induction	4.50	0.58	3.07	1.03	3.75	0.96	3.75	0.96
Planning	3.75	0.50	3.40	0.98	4.00	1.15	3.50	0.58
Debate	2.25	1.26	4.20	0.86	4.25	0.50	4.00	0.82
Decisions	4.00	0.82	3.92	0.86	5.00	0.00	3.75	0.50
Relationship	3.00	0.82	4.04	0.94	4.25	0.96	3.50	1.29
Motivation	3.25	1.71	3.07	0.95	3.75	0.96	3.25	0.50
Effectiveness	3.75	1.26	3.79	0.95	4.50	0.58	4.00	0.00
Management	4.50	0.58	3.63	1.06	4.25	0.50	4.00	0.82

## Chapter 6

Figure 15 (Page161)

### All Secretaries Group

How would you rate the understanding of your role and responsibilities as secretary of the governing body by?

(1= poor understanding; 5 = good understanding)

Rating	Chair	%	Head of Institution	%	Non-exec Governors	%	Staff Governors	%	Student Governors	%	Other staff in HEI	%	Other stdts in HEI	%
No response	11	10.0	10	9.1	10	9.1	10	9.1	10	9.1	12	10.9	13	11.8
1	0	0.0	2	1.8	0	0.0	0	0.0	1	0.9	6	5.5	59	53.6
2	2	1.8	2	1.8	3	2.7	7	6.4	13	11.8	38	34.5	28	25.5
3	9	8.2	14	12.7	22	20.0	24	21.8	41	37.3	31	28.2	9	8.2
4	26	23.6	18	16.4	43	39.1	46	41.8	29	26.4	16	14.5	0	0.0
5	62	56.4	64	58.2	32	29.1	23	20.9	16	14.5	7	6.4	1	0.9
Total	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0	110	100.0

Understanding of the secretary's role by:	Mean ratings by:							
	Interviewed Secretaries	SD	Interviewed Chairs	SD	Interviewed Heads of Institutions	SD	Survey of all Secretaries	SD
Chair	4.14	0.69	4.86	0.38	4.86	0.38	4.49	0.75
Head of Institution	4.14	0.69	4.86	0.38	5.00	0.00	4.40	0.94
Non-Exec Governors	3.71	0.95	4.14	0.69	3.86	0.69	4.04	0.82
Staff Governors	3.43	0.98	3.71	0.49	3.57	0.53	3.85	0.86
Student Governors	3.57	0.79	3.14	0.90	2.57	0.53	3.46	0.95
Other staff	3.00	1.41	2.71	0.95	2.00	0.82	2.80	1.03
Other students	1.43	0.79	1.43	0.53	1.14	0.38	1.52	0.75



## **APPENDIX 6: STATEMENT ON PERSONAL DEVELOPMENT**

## **Introduction**

As a chartered secretary, I am used to the concept of being a reflective practitioner and of the need to ensure that my practice is continually developed. I have undertaken other forms of management development in higher education, but, on occasion, found that these activities lacked rigour in the investigation of previous research, analysis and debate. I saw the DBA programme as a way of providing a deeper understanding of the issues I was addressing in the practice of higher education management so that I would be able to bring a more informed perspective to my work. Whilst I could have attempted to take this approach independently, the structure of the DBA programme provided a focus to develop my style of working. It also provided 'thinking time' away from the workplace, in which to reflect on what I was learning and the ways in which my institution could gain from practice elsewhere.

The programme was structured around three key areas:

- The residential periods, that provided a formal series of presentations but also the opportunity for informal interaction with other DBA participants;
- The DBA Phase 1 assignments and;
- The thesis

## **The Residential Periods**

The residential periods largely took place in Phase 1 of the DBA programme. A number of presentations were made by leading figures in the (mostly UK) higher education system. These provided a helpful overview of the way in which policy developments had taken place, and the roles of the organisations they represented. There were times when the discussions that ensued were equally useful, in that the speakers often wanted to hear the views from participants from other systems (of which this cohort of the DBA had a good cross section) and fresh, and often challenging, insights into the issue being discussed would then arise.

The formal series of lectures helped provide a route into the literature on higher education, to which I had not been exposed to any great extent. It was illuminating to see the range of academic work on the purpose, structure and development of higher education, both in the UK and elsewhere. It was also telling, however, that much debate centred on a number of recurring themes, such as structural issues, shared governance, or simple typologies of institutions, and that the results did not always

relate well to the reality of working in a contemporary higher education institution. Somewhere between the practical focus of management development programmes and the academic focus of much of this research, there appeared to be room for DBA participants to open up an approach that was, at once, academically orientated and applicable in practice.

The lectures provided by members of the School of Management proved to be particularly helpful in this respect. This was possibly because of my background as a higher education manager, but also, perhaps, because I could see ways in which the methods used by these researchers could cross over into the research that I wished to undertake. They provided, for example, a lead into material on research methods that were new to me, and methods of presenting data that I have since found helpful.

Informal contacts with other DBA participants provided a learning environment that was rich with experience of different institutional and system cultures and styles, and helped me develop new ways in which to consider the context of the UK in the globalisation of higher education. When I read the Times Higher Education Supplement, for example, I no longer skip over the international pages, because I now know that there may be useful information arising from developments in other HE systems.

### **The assignments**

Four assignments were required for Phase 1 of the DBA programme:

<b>DBA Phase 1 Units</b>	<b>Assignments</b>	<b>From which:</b>
Strategic organisational change in higher education	The Higgs Report: an analysis of its impact on UK Higher Education Colleges	Used as the basis of a presentation made to the SCOP Governance Network
Strategic issues in higher education development and management	An Assessment of Undergraduate Agricultural Student Numbers in the UK	Used in my institution's work on the HEFCE Land-Based Studies Review
	University strategic planning in a developing country: Lessons from Amazonia	-
Research Methods	The Role, Power and Influence of the Secretary of the Higher Education Board: The Research Approach	-

My first and fourth assignments, the way in which they helped develop thinking for my later research and the way in which they impacted on governance practice in my institution, are described in the later section on my thesis.

The second assignment was borne out of concerns in my institution about the reporting of student numbers in our specialist subject base, resulting from difficulties in the rural sector in 2001. The study indicated that agricultural student numbers were being considerably over reported in official data and that this area could be regarded as one of what were later called 'strategically important and vulnerable subjects' (SIVS). This conclusion came about at the time when the concept of SIVS was just being developed and had yet to be more widely known through initiatives on, amongst others, basic sciences and modern languages. Whilst agriculture was not immediately addressed, a review of Land-Based Studies has since been conducted by HEFCE and the report of the review group has recently been published. The findings of the assignment fed directly into my institution's strategic planning and contributed to our thinking about how to address the review, which is of considerable significance to my institution. The assignment therefore had a direct impact on my working practice.

The third assignment looked at strategic planning in a federal teaching institution in north eastern Brazil. I had been engaged in DFID-funded consultancy work to introduce the concept of strategic planning to the institution. This work, and other aspects of the project, formed the platform from which the institution became a Federal University in 2004. The assignment looked at the way in which international consultants can impact upon higher education institutions in developing countries, as well as the methods adopted for the consultancy project. The assignment helped with the 'closure' of my work on the Brazilian project, but also allowed me to reflect on the experience of working with an institution that was trying to change to a new status on which its future depended, but for which it was poorly prepared and resourced and in which there were a number of managerial difficulties. The assignment also helped me reflect on the planning processes used in my own institution, for which I am responsible, and helped me develop a more participative style for this aspect of my work.

## **The thesis**

The study of the role and influence of the secretary in relation to higher education governing bodies has had an important influence upon my working practice. Earlier

DBA assignment work on the impact of the Higgs Review on higher education colleges led to an interest in the potential 'codification' of the sector's governance and the way in which this could feed through to the secretary's role (Llewellyn, 2003). The Lambert Report, released later in the same year (Lambert, 2003), heralded a new code of governance practice for the sector that took shape in the form of Committee of University Chairmen guidance towards the end of 2004. A similar shift has since been reported in US higher education through '*voluntary efforts of governing boards to conform to the model presented by Sarbanes-Oxley*' (Gee, 2006, p.24), whilst in Australia, financial incentives have been offered to institutions to comply with National Governance Protocols, leading to their near universal adoption (Baird, 2006; Walters, 2006). My work on Higgs was presented to the SCOP Governance Network in May 2004, enabling contacts to be established with the team which was undertaking the CUC review.

Whilst investigating this earlier work it became clear that there was a considerable literature in the field of governance, on topics such as board effectiveness and board/executive relationships, that had not received a great deal of attention within the higher education sector. My reading on 'people factors' in governing, and their impact on governance performance, together with helpful insights from DBA colleagues, led to a small project where my governing body undertook an 'in-meeting' review of governance processes over the course of the 2004/05 academic year. The project involved the completion of a questionnaire by 3 members of the governing body during its meetings, where the focus was on the presentation of written and oral material to the governing body, the way in which meetings were managed and the contributions of governing body members. The purpose was to build upon earlier governance effectiveness reviews which had followed the traditional format of a set of structure-based questions, and which were not really adding new information on what made for effective governing. The project was highlighted as one of the innovative practices in the CUC report released in late 2004, and led to a number of UK and US universities enquiring about the questionnaire and considering whether to use a similar method when reviewing their institutional governance.

As a result of my interest in the sector's governance, and as a representative of SCOP (now GuildHE), I was invited to join the Leadership Foundation's (LFHE) Governor Development Programme Reference Group, in late 2004. This is an advisory body that helps set the shape of development activities for UK higher education governors. At the same time, I was successful in an application to the LFHE research programme for a grant to help support the work undertaken for this thesis. This, in turn, allowed me to

attend the US Association of Governing Boards (AGB) Board Professional Staff Workshop in April 2005, an event that I also attended in 2006 and 2007. The opportunity to meet with overseas governing body secretaries has proved extremely helpful in enabling issues of practice to be explored, and the differences in our approaches discussed.

It was evident from these sessions that whilst the structure of the US higher education system was far more diverse than our own, there were common interests in the management of governing relationships and, in particular, the balancing role of the secretary with those of the chair and head of institution. At the 2006 event, I was able to chair a small networking session to explore the relationships, and differences, between the results of the AGB national board professional staff survey conducted in 2004 and the survey material from my research. I ran a similar networking session at the 2007 Workshop. My link with the AGB has continued and I have been able, from time to time, to share examples of UK governance practice with its Zwingli Library and Resource Center, or other US HEIs. One recent example was a 360° appraisal instrument for chairs of HE governing bodies on which I had been asked to comment by the UK consultant conducting this work.

In early 2005 I was asked to be part of a team of consultants that produced guidance, on behalf of the SCOP Governance Network, on the induction of new governors in higher education (Schofield, Fielden, Miller, Slater and Llewellyn, 2006). I have also presented the early findings of my research, and related material on higher education boardroom practice from the UK and US, at four LFHE events, two for governors in small higher education institutions (2005 and 2007), one for an institutional governor development programme (2006) and one for a national meeting of governing body secretaries (2007). I have recently joined an LFHE Working Group that has developed an induction guide for new secretaries of HE governing bodies.

All of these activities have informed the governing practice of my own institution, and have led to a culture of continuous improvement amongst governors, not only in terms of the structures and processes that we adopt, but also in the quality of information used by governors and the way in which the governing body is seen to be part of the organisation, rather than a separate entity. The results of this work have been fruitful. An audit by HEFCE in February 2006 led to a 'high assurance' rating for institutional governance. A review by the Quality Assurance Agency of the University College's application for research degree awarding powers, conducted over the 2005/06 academic year, and which included attendance at governing body meetings, also

concluded that the institution's governance systems and relationships were effective. These results were important for the University College in the light of the new accountability framework for higher education institutions (HEFCE, 2006) and the strategic positioning of the institution within the sector.

I attended the OECD seminar on the Roles and Responsibilities of Institutional Governing Bodies in August 2006, at which I was able to discuss the early findings of my research with a range of international representatives. There appears to be considerable, and ongoing, interest in the issue of governing relationships, and governing body effectiveness. A recent OECD circular, reporting on the August seminar, concluded that governance was very much on the agenda, and that there were a number of common issues impacting upon it. One of these was, *'The importance of the relationships between the governing bodies, senior management and the academic bodies within the institution'* (OECD, 2006, p.2). My research has sought to shed light on this aspect of higher education governance.

These practice-based activities have been informed by further reading around governance and related subjects, guided by my supervisor, Dr Annie Pye. Our discussions provided valuable insights into previous research and theoretical perspectives that would not be available to most governance practitioners. There is a need for a greater understanding of the forces at play in the practice of HE governing and plenty of room for further research. Collaboration between academics working in this field and HE governing body secretaries could, therefore, be beneficial for both sides, and worthy of further investigation.

## **Conclusion**

I believe that participation in the DBA programme has helped me both professionally and personally. It has contributed to my institution's work in a variety of ways, from arguing the case for specialist subject status to strategic planning and to identifying ways in which to improve institutional governance. It has also made me consider the research base available to those working in higher education much more than I would have done in the past. From a personal perspective, it is unlikely that I would have been involved in sector-wide developments in governance without having taken part in the DBA programme, and this has, in turn, contributed greatly to the way in which this aspect of my work has been managed, and developed, for the benefit of my institution.